

EXHIBIT D

Invoice



Federal ID # 34-1108723
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Please Remit To:

P. O. Box 75579
Cleveland, Ohio 44101-4755

Phone: 330.535.5711
Facsimile: 330.253.8601

FirstEnergy Solutions Corp.
Attn: Rick C. Giannantonio
341 White Pond Drive
Building B3
Akron, OH 44320

May 22, 2018

Invoice No. 250771/522846
Client No. 27821

For Legal Services Rendered For The Period Ending April 30, 2018

Legal Services	\$314,837.00
Costs Advanced	\$35,350.68

Total Due For This Period	\$350,187.68
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Total Due At This Time	<u>\$350,187.68</u>
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Payment Due 15 Days From Invoice Date



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MATTER SUMMARY

<u>DESCRIPTION</u>	<u>FEES</u>	<u>COSTS</u>	<u>TOTAL</u>
ASSET ANALYSIS, RECOVERY AND DISPOSITION	\$6,441.00	\$0.00	\$6,441.00
BUDGETING (CASE)	\$2,100.00	\$0.00	\$2,100.00
BUSINESS OPERATIONS	\$3,042.50	\$0.00	\$3,042.50
CASE ADMINISTRATION	\$84,494.00	\$32,011.40	\$116,505.40
COURT HEARINGS	\$8,656.00	\$362.00	\$9,018.00
CREDITOR COMMITTEE MATTERS/MEETINGS (341)	\$12,332.50	\$1,016.60	\$13,349.10
CRITICAL VENDOR ISSUES	\$2,730.00	\$0.00	\$2,730.00
EXECUTORY CONTRACTS AND LEASES	\$26,016.50	\$0.00	\$26,016.50
GENERAL CORPORATE MATTERS	\$6,953.50	\$0.00	\$6,953.50
INSURANCE ISSUES	\$30,508.00	\$0.00	\$30,508.00
LABOR/EMPLOYEE BENEFITS/PENSION	\$6,405.00	\$0.00	\$6,405.00
LITIGATION/ADVERSARY PROCEEDINGS	\$86,916.50	\$1,960.68	\$88,877.18
NON-WORKING TRAVEL	\$70.00	\$0.00	\$70.00
RELIEF FROM STAY & ADEQUATE PROTECTION	\$405.00	\$0.00	\$405.00
RETENTION OF PROFESSIONALS	\$31,014.00	\$0.00	\$31,014.00
SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS	\$2,197.50	\$0.00	\$2,197.50
TAX ISSUES	\$4,555.00	\$0.00	\$4,555.00
Total:	\$314,837.00	\$35,350.68	\$350,187.68



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PROFESSIONAL FEE SUMMARY

<u>NAME</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
Banner, J. Michele (JMB)	\$175.00	6.40	\$1,120.00
Blower, Lucas M. (LMB)	315.00	17.70	5,575.50
Bradley, Kate M. (KMB)	350.00	198.60	69,510.00
Capotosto, Nicholas P. (NPC)	375.00	1.50	562.50
Dattilo, Alexandra V. (AVD)	275.00	11.60	3,190.00
DelGrosso, Lisa S. (LDG)	365.00	119.20	43,508.00
Fairweather, John C. (JCF)	450.00	87.20	39,240.00
Franklin, Bridget A. (BAF)	350.00	160.00	56,000.00
Geib, M. Colleen (MCG)	195.00	35.30	6,883.50
Hassinger, Cheryl L. (CLH)	175.00	4.20	735.00
Keller, Kerri L. (KLK)	325.00	2.00	650.00
Law Clerk (LCK)	50.00	0.60	30.00
Leffler, Amanda M. (AML)	375.00	60.70	22,762.50
Mazur, Louise M. (LMM)	340.00	0.80	272.00
McClung, Megan C. (MCM)	185.00	13.50	2,497.50
Merklin, Marc B. (MBM)	450.00	39.50	17,775.00
Palcic, Theresa M. (TMP)	175.00	108.50	18,987.50
Proctor, Kalyne N. (KNP)	185.00	4.50	832.50
Rose, Paul A. (PAR)	475.00	6.10	2,897.50
Sporar, David (DS)	245.00	20.80	5,096.00
Ubbing, Thomas J. (TJU)	400.00	8.30	3,320.00
Wade, Anastasia J. (AJW)	310.00	43.20	13,392.00

Total For Services: \$314,837.00



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DETAIL OF LEGAL SERVICES

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
RE: ASSET ANALYSIS, RECOVERY AND DISPOSITION				
Review motion and related documents in connection with proposed sale of Bay Shore interests.	03/30/18	MBM	0.70	315.00
Continue review of pleadings regarding proposed sale of Bay Shore facilities and related assets.	03/31/18	MBM	0.80	360.00
Review Bay Shore sale pleadings and discuss with P. Chen.	04/04/18	KMB	2.10	735.00
Review and comment on Bay Shore stay motion.	04/04/18	BAF	0.80	280.00
Provide additional comments regarding Bay Shore proposal for sale of assets including issues related to cure and cure procedures.	04/04/18	MBM	0.20	90.00
Research local case law for assumption and sale motion for Bay Shore.	04/06/18	AJW	2.60	806.00
Communications with Z. Adorno, J. Newdeck and D. Botter regarding sale notice and strategy issues (.2).	04/06/18	BAF	0.20	70.00
Confer with Akin team regarding anticipated sale hearing needs.	04/09/18	KMB	0.40	140.00
Research local precedent related to sales free and clear (1.2).	04/09/18	BAF	1.20	420.00
Review research results for local precedent on 363(f) (1.0); conferences with Akin team (J. Newdeck and D. Botter) regarding hearing needs for various sale motions and filing deadlines associated with same given Case Management Order and potential revisions thereto (.8).	04/10/18	KMB	1.80	630.00
Finalize local sale motion research (1.5); revise Bay Shore sale motion (.5); communications with J. Thompson regarding same (.2).	04/10/18	BAF	2.20	770.00
Call with J. Newdeck and K. Bradley regarding sale hearing and impact on sale motion objection period (.4); review and comment on email language regarding sale motion notice and omnibus hearing date strategy with J. Newdeck (.1); communications with J. Newdeck regarding local practice in connection with notice of sale motions (.3).	04/10/18	BAF	0.80	280.00
Conference with J. Newdeck regarding notice provision in aircraft sale motion (.4); review and analyze draft of same (.8).	04/12/18	KMB	1.20	420.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Communications with K. Bradley regarding issues related to reclamation claims and stay violations (.4); research issues related to process for reclamation claims, court authority, and stay violations (2.0).	04/18/18	BAF	2.40	840.00
Confer with J. Newdeck regarding evidentiary issues in connection with upcoming motion.	04/19/18	KMB	0.30	105.00
Communication from representative from Microlabs regarding interest in beta labs and other related assets.	04/24/18	MBM	0.20	90.00
Review email communications from various parties wishing to purchase potential assets in bankruptcy case.	04/30/18	MBM	0.20	90.00
RE: BUDGETING (CASE)				
Analyze and draft budget and staffing plan.	04/04/18	KMB	1.80	630.00
Finalize budget and staffing plan and share with client for approval.	04/05/18	KMB	1.50	525.00
Work on proposed 120 day budget for legal fees in connection with U.S. Trustee's requirements.	04/05/18	MBM	0.30	135.00
Work on budget with B. Franklin and K. Bradley (.3); work on putting together estimate of hours and analysis of upcoming litigation (.5); conference with L. DelGrosso regarding budget (.3).	04/05/18	JCF	1.10	495.00
Review budget required by U.S. Trustee guidelines.	04/18/18	JCF	0.70	315.00
RE: BUSINESS OPERATIONS				
Receive and respond to various vendor and creditor calls in connection with first day motions and filing.	04/02/18	MBM	0.50	225.00
Communications with Akin Gump team regarding stay violation issues and utility shut off issues, including entry of utility order.	04/03/18	BAF	0.40	140.00
Review of detailed vendor communications protocol (1.2); discuss with L. Beckerman (.3).	04/04/18	KMB	1.50	525.00
Calls with L. Beckerman and K. Bradley regarding vendor and stay violation issues, including an emergency motion to enforce the stay (.4).	04/04/18	BAF	0.40	140.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review communications and discussions regarding statutory issues involving Ohio PUCO and potential for arguments regarding reassignment of customer contracts including effect of bankruptcy code provisions on enforceability of state statute.	04/04/18	MBM	0.30	135.00
Respond to additional vendor inquiries including inquiry regarding contract to laborers.	04/06/18	MBM	0.10	45.00
Respond to various vendor calls and inquiries and direct creditors to hotline (.4); review call received regarding reclamation demand (.1).	04/10/18	MBM	0.50	225.00
Review communication from J. Weaver regarding UST's position on request to vary certain aspects of monthly operating reports (.2); confer with C. Moore and L. Beckerman regarding same (.1).	04/12/18	KMB	0.30	105.00
Review communication from utility provider regarding interim utility order and issues related to adequate assurance.	04/13/18	KMB	0.30	105.00
Respond to vendor calls.	04/13/18	MBM	0.10	45.00
Confer with T. Lazich regarding Ohio Department of Health regulatory fees (.2); communication with T. Downey regarding payment of same (.2).	04/17/18	KMB	0.40	140.00
Review communication from T. Lazich at Ohio Attorney General's Office regarding charges for Ohio Dept. of Health related to nuclear operations and waste disposal.	04/17/18	MBM	0.10	45.00
Review bankruptcy code sections regarding approval of key employee retention plan provisions and communication regarding same.	04/20/18	MBM	0.30	135.00
Communications with A. DeGirolamo regarding vendor payment issues, cash collateral, and budgeting.	04/23/18	BAF	0.50	175.00
Review motion and declarations relating to continuing long-term and annual incentive programs (.5); telephone conference with K. Bradley regarding May hearing dates (.2); review and revise notice of motion (.3); follow up with K. Bradley regarding same (.1); file motion, declarations and notice with court (.4); review motion and declarations relating to debtors' retention plans (.5); review and revise notice of motion (.3); file motion, declarations and notice with court (.4).	04/23/18	TMP	2.70	472.50
Review reclamation chart and compare with received demands.	04/29/18	KMB	0.50	175.00
Review supplemental declaration of Charles Moore in support of cash management motion and prospectus referred to therein.	04/30/18	KMB	0.30	105.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review email from counsel for Mascaro construction regarding post-petition performance of construction contract.	04/30/18	KMB	0.20	70.00
Review email from K. Warvell regarding meeting minutes (.1); follow up with C. Geib regarding same (.1).	04/30/18	TMP	0.20	35.00
RE: CASE ADMINISTRATION				
Revise pro hac vice motions and orders (1.8).	03/30/18	AJW	1.80	558.00
Review and comment on various first day motions (4.7); confer with team regarding filing preparations and checklist update (1.0).	03/30/18	KMB	5.70	1,995.00
Review, revise and comment on first day motions (4.7); revise and finalize pro hac vice motions (1.0); communications with Akin team regarding the same (1.2); create to-do and checklists in preparation for filing of petitions and first day motions (1.8); various meetings with Brouse and Akin teams regarding the same (1.5); revise motion and notice to expedite (.7).	03/30/18	BAF	10.90	3,815.00
Continue to coordinate preparations for first day filings including review of changes to proposed comments received from U.S. Trustee.	03/30/18	MBM	0.50	225.00
Continue to update documents in preparation for first day filings (5.2); telephone conference with D. Krasa-Berstell regarding hearing binders (.2); follow up with Z. Adorno (.1); review and respond to emails from J. Furlong regarding documents needed by A. Qureshi for hearing (.2); emails to/from M. Runyon regarding trial binders (.2).	03/30/18	TMP	5.90	1,032.50
Review and revise various first day motions in preparation for filing.	03/31/18	LMB	4.00	1,260.00
Finalize petitions (.9); revise and update first day motions and application (12.0); oversee filing (2.2).	03/31/18	KMB	15.10	5,285.00
Coordinations with T. Palcic regarding filings and preparation for filings including issues related to corrections in petitions.	03/31/18	MBM	0.50	225.00
Final review of documents and arrange and coordinate filing of petitions and initial papers.	03/31/18	MBM	1.50	675.00



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Review and respond to email from L. Beckerman regarding first day filings (.2); conference with L. Beckerman regarding review of documents (.2); review first day motions and declarations (7.0); conference with L. Beckerman to review same (.3); review additional documents (1.2); conference with K. Bradley regarding same (.1); prepare petition packets (.7); email to L. Beckerman, K. Bradley and B. Franklin for review (.1); revise packets adding 50 largest unsecured creditors (.4); open seven bankruptcy cases (1.3); email ECF notice to K. Bradley to confirm filing (.1); review and respond to email from J. Weiner, Akin Gump to confirm opening of cases (.2).	03/31/18	TMP	11.80	2,065.00
Prepare and file first day motions, pro hac vice motions, proposed orders, declarations, and notices (9.1); review unpublished case citations in first day motions (2.5).	04/01/18	AVD	11.60	3,190.00
Prepare and file first day motions, pro hac vice motions, proposed orders, declarations, and notices (9.4); work with copy services to prepare binders for first day motion hearings (2.5); review unpublished case citations in first day motions (2.5).	04/01/18	AJW	14.40	4,464.00
Review and revise first day motions and application for filing.	04/01/18	LMB	8.00	2,520.00
Review, revise and finalize first day and second day motions and orders (10.2); research and prepare case law for first day motions in preparation for hearing (2.0).	04/01/18	KMB	12.20	4,270.00
Assist in preparation for first day hearings, including research for additional local precedent and review of unreported orders.	04/01/18	KMB	3.00	1,050.00
Review, comment on, and revise first day and second day motions, including preparing, finalizing, and overseeing filing (16.5); research and prepare case law for first day motions in preparation for hearing (2.5).	04/01/18	BAF	19.00	6,650.00
Discuss first day hearing strategy with Akin and Brouse team, including use of powerpoint and related issues.	04/01/18	KMB	1.30	455.00
Continue to supervise and monitor first day motion filings.	04/01/18	MBM	3.50	1,575.00
File motions, declarations and other documents in each of the seven cases (13.5); review and respond to emails from service providers regarding first day hearing documents (.3); emails from/to attorneys regarding first day filings (.4).	04/01/18	TMP	14.20	2,485.00
Prepare exhibits for first day motions (4.5).	04/02/18	AJW	4.50	1,395.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Prepare for first day hearings including revisions to orders (3.2); conferences with U.S. Trustee to discuss concerns (.6); assemble case law for argument (2.5); review powerpoint of opening presentation (1.4); meet with team to discuss argument strategy (2.0); supervise assembly of documents for hearing including hearing binders and courtesy copies (1.9).	04/02/18	KMB	11.60	4,060.00
Research issue related to first day motions, including additional authority in support of cash management superpriority (2.2); draft and send email communications to L. Beckerman regarding same (.3); various communications with Akin team, Brouse team and judicial clerk related to preparation of and logistics for first day hearing (1.0); various communications with J. Furlong and K. Bradley regarding first day motion presentation and strategy for presenting (.3); participate in conference call with U.S. Trustee to discuss final issues with order (.6); preparation for first day hearing, including finalizing binders and unreported orders (1.3); various communications with Akin and Brouse teams regarding same (.4).	04/02/18	BAF	6.10	2,135.00
Several communications with J. Hickey in Judge Koschik's chambers regarding mechanics and logistics for telephone participation on first day hearings and other logistical issues.	04/02/18	MBM	0.30	135.00
Review various notices of appearance and related pro hac vice motions filed.	04/02/18	MBM	0.30	135.00
Final review of documents and materials in preparation for first day hearings.	04/02/18	MBM	0.50	225.00
Review additional comments received from U.S. Trustee's office regarding proposed orders on first day motions.	04/02/18	MBM	0.20	90.00
Confer with K. Bradley and T. Palcic regarding preparing exhibits for hearing on first day motions (.1); prepare binders of exhibits for hearing on first day motions (4.5).	04/02/18	MCM	4.60	851.00
Prepare exhibits for first day motions (4.5).	04/02/18	KNP	4.50	832.50
Revise first day orders (3.5); prepare hearing binders (5.6); order transcript of adversary hearing (.3); telephone conference with court regarding same (.1); revise pro hac orders and upload same to court (3.0); telephone conference with D. Krasa-Berstell regarding ECF registration (.2); email D. Krasa-Berstell information relating to same (.1).	04/02/18	TMP	12.80	2,240.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Prepare pro hac vice motion for bankruptcy case (.5).	04/03/18	AJW	0.50	155.00
Docket check concerning filing and brief review of motion to withdraw the reference (.4); attention to review of federal, bankruptcy and local rules concerning motions to withdraw reference, implications, and time to respond (.3); communications with team concerning same (.1).	04/03/18	LMM	0.80	272.00
Revise and finalize first day orders and submit to court (4.0); confer with Prime Clerk (.2) and Akin team (.2) regarding service issues.	04/03/18	KMB	4.40	1,540.00
Prepare for first day hearing, including overseeing preparation of and setting up redlined and final orders, binders and powerpoint presentation (1.8); participate in team meetings related to finalizing orders and strategy for future motions and omnibus hearing dates (1.2); revise first day orders and finalize for uploading (1.5); call with team and Prime Clerk to discuss service and notice of orders and interim orders (.5); finalize addresses for service of rejection motions (.4).	04/03/18	BAF	5.40	1,890.00
Finalize preparation of binders and other papers in anticipation of hearing (.6); consultation with parties and counsel prior to commencement of hearing (.7).	04/03/18	KMB	1.30	455.00
Consultation with parties and various attorneys prior to commencement of hearing (.7); additional consultations with various counsel between sessions (2.2).	04/03/18	MBM	2.90	1,305.00
Prepare exhibits for hearing use.	04/03/18	MCM	0.30	55.50
Organize documents in preparation for secondary hearing (1.8); review and respond to email from K. Bradley regarding wage order (.2); revise first day orders and upload to court (3.0); prepare notices of rejection motions (.6); review email from court regarding address (.1).	04/03/18	TMP	5.70	997.50
Confer with Judge's chambers regarding status of various first day orders and discuss with L. Beckerman.	04/04/18	KMB	0.40	140.00
Draft and revise notices for second day hearings (1.7); communications with T. Palcic regarding same (.3); communications with Prime Clerk regarding service of notices, orders and motions (.4).	04/04/18	BAF	2.40	840.00
Finalize pro hac vice admissions and notices of appearance (.5); communications with T. Palcic and Akin Gump team on same (.4).	04/04/18	BAF	0.90	315.00



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Review email from K. Bradley regarding first day orders (.1); revise and upload remaining first day orders (.4); prepare notices of first day motions (2.3); file notices with court (.3); prepare notice of appearance for K. Doorley (.3); telephone conference with D. Krasa-Berstell regarding filing of notices of appearance (.2); emails from/to K. Doorley regarding notice of appearance (.2); file same with court (.1); prepare notice of appearance for I. Dizengoff (.3); telephone conference with K. Bradley regarding remaining notices (.1); telephone conference with B. Franklin regarding notice of PPA motion (.1); file remaining two notices with court (.2).	04/04/18	TMP	4.60	805.00
Review UST IDI interview requirements (.5); teleconference with Akin team (L. Beckerman and K. Doorley), Brouse (K. Bradley) and A&M team (J. Herriman, N. Tammerine & A. Shahbain) regarding Initial Debtor Interview data requests (.7).	04/05/18	KMB	1.20	420.00
Participate in IDI conference call with K. Bradley, L. Beckerman, and A&M regarding IDI information.	04/05/18	BAF	0.70	245.00
Revise notice of appearance for I. Dizengoff (.2); work on PSA and standstill filing (2.2); file motion and notice with court (.3).	04/05/18	TMP	2.70	472.50
Review and revise motions filed with the Court.	04/06/18	LMB	4.00	1,260.00
Confer with Judge Koschik's law clerk regarding case management order (.2); confer with Akin team (K. Doorley, L. Beckerman, B. Kahn and S. Alberino) regarding same (.4); suggest revised language on notices (.4).	04/06/18	KMB	1.00	350.00
Draft case management order proposed amended language with K. Bradley.	04/06/18	BAF	0.40	140.00
Address issues regarding notice under case management order and potential request for amendment to same.	04/06/18	MBM	0.20	90.00
Confer with court regarding case management order revisions (.2); confer with Akin team regarding same (.2).	04/09/18	KMB	0.40	140.00
Participate in Brouse team meeting to review various issues pending in both the general bankruptcy and the adversary case (.8); discuss case management revisions with B. Franklin (.2); follow up with Akin team on proposed case management language (.2).	04/09/18	KMB	1.20	420.00
Call with L. Beckerman and B. Franklin to discuss IDI issues (.1) and SOAL and SOFA questions raised by A&M team (.3).	04/09/18	KMB	0.40	140.00



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Analyze issues related to second day hearing preparation and upcoming motions with K. Bradley and FES Brouse team (.8); call with J. Hickey and K. Bradley regarding case management order issues (.2).	04/09/18	BAF	1.00	350.00
Review documents responsive to IDI requests (2.2) and work on assembling for transmittal to United States Trustee (.5).	04/09/18	KMB	2.70	945.00
Brouse internal meeting related to preparations for April 26, 2018 hearing on OVEC and power purchases agreement rejection motions (.8).	04/09/18	LDG	0.80	292.00
Participate in Brouse team meeting to review various issues pending in both the general bankruptcy and the adversary case.	04/09/18	JCF	0.80	360.00
Work on issues related to strategies for upcoming April 26 hearing and preparation of outline and binders for various motions and applications.	04/09/18	MBM	0.70	315.00
Brouse internal meeting related to preparations for April 26, 2018 hearing on OVEC and power purchases agreement rejection motions.	04/09/18	TMP	0.70	122.50
Conference with B. Franklin and K. Bradley regarding April 26th hearing and next filing/objection deadline.	04/09/18	TMP	0.30	52.50
Email L. Beckerman regarding organizational meeting and review response.	04/09/18	TMP	0.20	35.00
Review and analyze court's suggested revision to Case Management Order (.1) and discuss with B. Franklin (.2); confer with Judge Koschik's law clerk and B. Franklin regarding potential revisions to the Case Management Order (.3); confer with J. Newdeck and B. Franklin regarding call with clerk and impact on sale motion objection/notice periods (.4).	04/10/18	KMB	1.00	350.00
Review of additional IDI documents (1.0); confer with A. Shahbain and L. Beckerman regarding same (.4); transmit IDI documents to J. Weaver and communication regarding same (.4).	04/10/18	KMB	1.80	630.00
Calls with J. Hickey regarding case management order revisions (.3); review and analyze court's revisions to same (.2); confer with K. Bradley and L. Beckerman regarding same (.2); review documents being submitted in connection with the IDI (.5); confer with K. Bradley on same (.2).	04/10/18	BAF	1.40	490.00
Participate in conference call with Alvarez, K. Bradley, and L. Beckerman regarding monthly operating reports and scheduling claims.	04/10/18	BAF	1.10	385.00



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FirstEnergy Solutions Corp.
Invoice No. 250771/522846
Client No. 27821
May 22, 2018

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Conference with M. Miller to begin preparing for April 26th hearing (.3); review docket and prepare tentative hearing agenda (.9); email agenda to M. Merklin, K. Bradley and B. Franklin (.1); review and respond to email from Z. Adorno regarding interim orders (.2); email copies of orders to Z. Adorno (.4); review case management order and docket omnibus hearing dates (.2).	04/10/18	TMP	2.10	367.50
Attend Initial Debtor Interview.	04/11/18	KMB	0.90	315.00
Review and comment on revisions to Notice of Commencement (.4); communication with chambers regarding proposed revisions to case management order and addition of new omnibus hearing dates (.3).	04/11/18	KMB	0.70	245.00
Revise notice of commencement (.3); communications with L. Beckerman on same (.1).	04/11/18	BAF	0.40	140.00
Review amended case management order entered by the court (.4) and discuss with L. Beckerman (.2).	04/12/18	KMB	0.60	210.00
Review communications with L. Beckerman and T. Palcic related to ECF signatures for declarants on various upcoming motions.	04/12/18	BAF	0.20	70.00
Conference with L. Beckerman and K. Bradley regarding anticipated KERP and incentive program motions and notice and hearing issues associated with same.	04/12/18	BAF	0.40	140.00
Review communications with UST regarding MOR requirements.	04/12/18	BAF	0.20	70.00
Communications with Prime Clerk regarding finalizing and serving the notice of commencement (.2); communications with K. Doorley on same (.1).	04/12/18	BAF	0.30	105.00
Obtain copy of amended case management order.	04/12/18	TMP	0.10	17.50
Review (.5) and transmit additional documentation to J. Weaver in connection with IDI document/information requests (.2).	04/13/18	KMB	0.70	245.00
Review email from L. Beckerman regarding ECF declaration forms (.1); confirm individuals who executed same and respond to email (.2); review email from Z. Adorno regarding declarations (.1); prepare same and forward to Z. Adorno (.3).	04/13/18	TMP	0.70	122.50
Review UST comments to second day motions and retention applications.	04/16/18	BAF	0.50	175.00
Review ECF declarations (.1); confer with T. Palcic on the same (.1); draft amended notice of Intercompany Transfer motion (.3).	04/16/18	BAF	0.50	175.00



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Conference with R. Giannantonio and communication with entire Brouse team as to procedures for media inquiries (.3).	04/16/18	JCF	0.30	135.00
Review email from Z. Adorno regarding Mellody and Borland ECF declarations (.1); revise both declarations (.3); email declarations to Z. Adorno (.2).	04/16/18	TMP	0.60	105.00
Confer with counsel for Beowulf Energy regarding service of pleadings relating to Maryland Solar.	04/17/18	KMB	0.20	70.00
Review further revisions to final orders on Hedging, Surety and Tax motions to address concerns raised by UST.	04/17/18	KMB	0.90	315.00
Review and respond to email from J. Fairweather regarding uploading of orders (.2); telephone conference with court regarding order to be entered (.1); follow up with K. Bradley and M. Merklin (.2).	04/17/18	TMP	0.50	87.50
Call with T. Patton and Akin team (L. Beckerman and S. Alberino) regarding comments to second day motions/orders.	04/18/18	KMB	1.40	490.00
Revise second day orders (.3); communications with Z. Adorno and T. Palcic on the same (.2).	04/18/18	BAF	0.50	175.00
Review email from Z. Adorno and B. Franklin regarding interim compensation order (.1); forward order to Z. Adorno (.2); conference with K. Bradley regarding telephone conference with U.S. Trustee (.1); forward documents needed for telephone conference (.2); forward hearing transcript to L. DelGrosso and J. Fairweather (.1).	04/18/18	TMP	0.70	122.50
Communication with T. Patton and L. Beckerman regarding UST approval of orders to seal uranium contracts and ordinary course professional motions.	04/19/18	KMB	0.10	35.00
Revise pleading tracking chart to address extensions for motion to assume PSA and standstill agreements.	04/19/18	KMB	0.10	35.00
Draft pleading status memorandum for omnibus hearings (1.5); communications with K. Bradley and L. Beckerman on the same, including outstanding objection periods and adjournments (.4).	04/20/18	BAF	1.90	665.00
Discuss pleading status memorandum for omnibus hearings with team (.4); review and edit draft of same (.3).	04/20/18	KMB	0.70	245.00
Review and comment on calendaring memorandum of filing deadlines for applicable pleadings.	04/20/18	KMB	0.90	315.00



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Arrange logistics for attendance of client, Akin Gump and Brouse teams for upcoming hearings before Judge Koschik.	04/20/18	JCF	0.40	180.00
Update pleadings status chart for bankruptcy case.	04/20/18	MCM	1.80	333.00
Prepare calendaring memorandum of filing deadlines for applicable pleadings.	04/20/18	MCM	2.10	388.50
Hand delivery to B. Heminger at clerk's office.	04/20/18	LCK	0.20	10.00
Review and revise pleading status memo.	04/23/18	BAF	0.10	35.00
Review emails from K. Bradley regarding orders (.1); revise orders and forward to K. Bradley for final approval (.3); follow up on preparation of binders needed for April 26th hearing (.3); review and respond to emails from S. Withers and C. Geib regarding corporate records (.1)(.1); telephone conference with C. Geib regarding same (.2); docket upcoming response and hearing dates (.3).	04/23/18	TMP	1.40	245.00
Revise hearing agenda for April 26 hearing (.4); discuss same with L. Beckerman (.4).	04/24/18	KMB	0.80	280.00
Revise and finalize second day orders and prepare for uploading (1.3); confer with L. Beckerman and K. Bradley on the same (.5); draft and revise hearing agenda (1.0).	04/24/18	BAF	2.80	980.00
Conference with M. Miller regarding hearing binders (.2); conference with R. Haupt regarding creation of binders (.2); review various first day orders and prepare for filing (.5); email orders to B. Franklin for final approval (.2); file orders with court (.4).	04/24/18	TMP	1.50	262.50
Prepare binders for hearing on April 26 (2.0); prepare redlines of revised orders (1.0); meet with L. Beckerman to discuss outline of presentation for hearing (.6).	04/25/18	KMB	3.60	1,260.00
Circulate hearing agenda to court and discuss revision with case administrator (.2); review same (.1); instruct Prime Clerk on service of same (.1).	04/25/18	KMB	0.40	140.00
Finalize second day orders and prepare for uploading (.4); meeting with L. Beckerman and K. Bradley to discuss hearing logistics and pending motions (.2); review, comment on and prepare binders for hearing (.5).	04/25/18	BAF	1.10	385.00



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Review email from B. Franklin regarding updated hearing agenda (.1) and review agenda (.1); follow up on status of hearing binders (.2); conference with K. Bradley regarding preparations for hearing (.2); prepare additional binders (2.4); update index and binders to include supplemental Shah declaration (.8).	04/25/18	TMP	3.80	665.00
Revise and finalize retention and second day orders and prepare for uploading (.5); communications with K. Doorley on process for serving hearing agendas in accordance with case management order (.2); revise and update pleading status chart and objection deadlines (.4).	04/26/18	BAF	1.10	385.00
Work on order revisions and oversee uploads (.5).	04/26/18	KMB	0.50	175.00
Telephone conference with M. Miller regarding uploading of orders (.2); review and respond to email from K. Bradley regarding Mellody and Borland ECF declarations (.1); email Z. Adorno regarding executed copies of same (.1); review emails from Z. Adorno with executed declarations attached (.1)(.1); telephone conference with B. Franklin regarding today's hearing and transcription service (.1); telephone conference with B. Franklin regarding May hearings (.2).	04/26/18	TMP	0.90	157.50
Revise motion tracking chart to reflect updated objection deadlines.	04/30/18	KMB	0.40	140.00
Conference with L. Beckerman and B. Franklin regarding extension of objection deadlines to intercompany and shared services agreement motion and incentive programs motion (.2); confer with same regarding call with UST to address concerns with wage, tax and PSA motions (.3); review further revised final orders for trading/hedging and taxes orders (.2).	04/30/18	KMB	0.70	245.00
Confer with L. DelGrosso regarding transcript coordination per request of court.	04/30/18	KMB	0.20	70.00
Call with L. Beckerman and K. Bradley regarding status of motions and preparation for call with UST on outstanding issues (.2); draft notice of adjournment for Shared Services motion (.1); revise Botter pro hac vice motion and order (.3); communications with D. Botter on the same (.1).	04/30/18	BAF	0.70	245.00
Review email from B. Franklin regarding notice of motion (.1); file second amended notice of motion (.2).	04/30/18	TMP	0.30	52.50
RE: COURT HEARINGS				
FirstEnergy Solutions v. FERC; Adv. #18-05021: Attend hearing before Judge Koschik on request for TRO.	04/02/18	MBM	1.00	450.00



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Attendance at TRO hearing and confer with co-counsel following hearing.	04/02/18	JCF	1.50	675.00
Attend hearing on first day motions.	04/03/18	KMB	3.80	1,330.00
Attend first day hearing.	04/03/18	BAF	3.80	1,330.00
Attend morning session of first day hearings including hearings on procedural motions, cash management and intercompany agreements motions (.2); attend second morning session to completion of first day hearings including hearings on motions regarding surety, insurance, taxes, wages, critical vendors and customer agreements (1.4).	04/03/18	MBM	1.60	720.00
Attend hearing on first day motions.	04/03/18	MCM	4.70	869.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Attend status conference (.6).	04/09/18	LDG	0.60	219.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Attend continued status conference (.6).	04/10/18	LDG	0.60	219.00
OVEC v. FES; District Court #5:18-mc-00034: Attend telephone status conference before Judge Polster on pending motion for reconsideration (.4).	04/13/18	LDG	0.40	146.00
OVEC v. FES; District Court #5:18-mc-00034: Participation in court hearing with Judge Polster on motion for reconsideration together with co-counsel from Akin Gump and opposing counsel (.4).	04/13/18	JCF	0.40	180.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Attend hearing on North Allegheny Wind LLC's emergency motion to adjourn objection deadline and hearing date for PPA rejection motion (.8).	04/16/18	LDG	0.80	292.00
Participation on teleconference hearing on emergency motion to continue/postpone response to rejection motion and hearing on objection motion in FERC adversary (.9).	04/16/18	JCF	0.90	405.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Attend telephone status conference.	04/24/18	LDG	1.70	620.50
Confer with co-counsel in advance of hearings (.5); attend second day hearings (1.0).	04/26/18	KMB	1.50	525.00
Attend hearings on retention applications and motions to reject uranium and railway contracts as well as second day hearings on ordinary course professionals, surety program and interim compensation procedures.	04/26/18	MBM	1.50	675.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
RE: CREDITOR COMMITTEE MATTERS/MEETINGS (341)				
Work on logistics and arrangements for organizational meeting with U.S. Trustee and creditors regarding formation of committee.	03/30/18	MBM	0.30	135.00
Communications with M. Giannirakis and T. Patton regarding logistics and arrangements for organizational meeting of creditors.	04/01/18	MBM	0.10	45.00
Brief discussion with M. Giannirakis regarding organizational meeting and other issues related to U.S. Trustee's office (.1); confirm availability of space for organizational meeting (.1).	04/02/18	MBM	0.20	90.00
Brief review of materials in preparation for meeting with U.S. Trustee on initial conference.	04/09/18	MBM	0.10	45.00
Confer with T. Patton regarding agenda/structure for committee formation meeting (.2); confer with L. Beckerman regarding the same (.2); review powerpoint presentation for committee formation meeting (1.0); confer with venue regarding electronic needs (.3); communication from potential committee member regarding meeting (.2).	04/10/18	KMB	1.90	665.00
Review and comment on presentation for formation meeting (.3); prepare for IDI and formation meeting, including finalizing documents and preparing electronic presentation materials and electronic set-up (1.0).	04/10/18	BAF	1.30	455.00
Attend committee formation meeting, including discussions with prospective committee counsel and United States Trustee (5.9); confer with R. Giannantonio regarding committee composition (.2); confer with L. Beckerman regarding same (.4).	04/11/18	KMB	6.50	2,275.00
Attend organizational meeting for creditors' committee including numerous discussions with various creditor groups and representatives and counsel throughout process and including discussions with U.S. Trustee representatives on committee related issues and on various creditor positions (5.5); attend meeting with J. Weaver related to IDI information (1.5).	04/11/18	BAF	7.00	2,450.00
Meeting with J. Weaver, members of Alvarez, debtor's management and other co-counsel for informational meeting and discussions of U.S. Trustee requirements and operating reports.	04/11/18	MBM	1.50	675.00



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Attend organizational meeting for creditors' committee including numerous discussions with various creditor groups and representatives and counsel throughout process and including discussions with U.S. Trustee representatives on committee related issues and on various creditor positions.	04/11/18	MBM	5.50	2,475.00
Brief communication with R. Giannantonio regarding committee composition and issues related to U.S. Trustee position on committee appointments.	04/11/18	MBM	0.10	45.00
Confer with B. Kahn regarding committee counsel selection (.1).	04/12/18	KMB	0.10	35.00
Confer with T. Patton regarding 341 date and Notice of Commencement.	04/12/18	KMB	0.10	35.00
Confer with committee counsel regarding local counsel issues.	04/12/18	KMB	0.30	105.00
Confer with T. Patton regarding 341 hearing date (.1); review further revisions to notice of commencement (.2).	04/12/18	KMB	0.30	105.00
Review of correspondence from U.S. Trustee's office regarding appointment of creditors committee.	04/12/18	MBM	0.10	45.00
Review agenda for diligence preparation session (.2) and confer with A. Leffler regarding same (.4).	04/23/18	KMB	0.60	210.00
Communications with R. Giannantonio and K. Bradley regarding creditors' meeting (.3); prepare outline for meeting regarding insurance issues and fire loss (.8).	04/23/18	AML	1.10	412.50
Assist A. Leffler in prepare for creditors committee meeting regarding insurance matters by providing information regarding status of restructuring and other related issues (1.3)	04/24/18	KMB	1.30	455.00
Prepare for meeting regarding insurance matters (1.3); attend creditors committee meeting regarding insurance matters (2.9).	04/24/18	AML	4.20	1,575.00
RE: CRITICAL VENDOR ISSUES				
Receive calls and inquiries from numerous tax authorities and trade vendors regarding information on bankruptcy case, and status of post petition deliveries.	04/04/18	MBM	0.80	360.00
Review protocol regarding critical vendor and reference to A&M of critical vendor related issues.	04/04/18	MBM	0.20	90.00
Confer with T. Downey regarding vendor inquiry protocol.	04/06/18	KMB	0.20	70.00



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Respond to various vendor inquiries.	04/07/18	KMB	1.00	350.00
Confer with L. Beckerman regarding vendor hotline and protocol for addressing vendor questions.	04/09/18	KMB	0.40	140.00
Confer with M. Merklin regarding creditor inquiry regarding critical vendor status.	04/11/18	KMB	0.20	70.00
Respond to vendor inquiries including issues related to critical vendor list including communication from counsel for Burns & McDonnell (J. Margolies).	04/11/18	MBM	0.30	135.00
Confer with M. Merklin regarding critical vendor request and protocol for addressing same.	04/12/18	KMB	0.20	70.00
Communications with J. Margolies representing purported critical vendor regarding critical vendor treatment and related issues.	04/12/18	MBM	0.20	90.00
Review and respond to vendor requests (.3); confer with T. Downey and J. Herriman regarding same (.2).	04/13/18	KMB	0.50	175.00
Communications with counsel for Frontier Communications and Waste Management regarding utility and related issues and critical vendor matters.	04/13/18	MBM	0.30	135.00
Call with L. Beckerman regarding reclamation demand.	04/18/18	KMB	0.40	140.00
Communications with B. Franklin regarding issues related to reclamation claims and stay violations (.4); research process for reclamation claimants to obtain goods (1.2) and discuss with B. Franklin (.4).	04/18/18	KMB	2.00	700.00
Review reclamation notice and forward to client.	04/19/18	MBM	0.10	45.00
Review critical vendor payment requests.	04/23/18	KMB	0.20	70.00
Communication from several additional vendors regarding critical vendor issues.	04/25/18	MBM	0.20	90.00
RE: EXECUTORY CONTRACTS AND LEASES				
Review revisions to contract rejection motions (2.0) and analyze service of same (.7).	03/30/18	KMB	2.70	945.00
Work on logistics for filing and service of rejection motions involving power purchase agreements.	03/30/18	LDG	0.70	255.50



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Review Standstill and Process Support agreements (1.5) and discuss with B. Kahn (.4).	03/31/18	KMB	1.90	665.00
Review latest drafts of rejection motions directed to power purchase agreements received from Akin Gump and prepare them for filing (1.5); incorporate additional edits received from Akin Gump team to rejection motions (.8).	03/31/18	LDG	2.30	839.50
Review and comment on rejection motions and related orders.	04/01/18	KMB	2.50	875.00
Further revisions to rejection motions directed to power purchase agreements (.8); address service of various rejection motions (5 in total) (.7).	04/01/18	LDG	1.50	547.50
Research issues related to motion to assume PSA and Standstill agreement, including adequate protection payments to lienholders (3.3); review motion to assume PSA and Standstill agreement (.5); various email and phone communications with J. Leighton related to the research (.4).	04/02/18	BAF	4.20	1,470.00
Review OVEC motion to intervene in FERC action and discuss with team.	04/03/18	KMB	1.00	350.00
Review and analyze OVEC motion to withdraw reference (.3); research issues related to withdrawal of a rejection motion (.6).	04/03/18	BAF	0.90	315.00
Confer with B. Kahn and D. Botter regarding PPA rejection stipulations (.4); work on notices to counter parties (.5); coordinate with Prime Clerk for appropriate service of same (.5).	04/04/18	KMB	1.40	490.00
Review motion to approve PSA and Standstill Agreement (1.0); confer with Prime Clerk regarding noticing of same (.4).	04/04/18	KMB	1.40	490.00
Calls and emails with B. Kahn, K. Bradley and D. Botter regarding rejection motions and stipulated objections (.6); review assumption motion and comments on same (.5).	04/04/18	BAF	1.10	385.00
Prepare service matrix for rejection motions.	04/05/18	AJW	0.70	217.00
Review, revise and comment on motion to assume PSA and Standstill agreement (1.0); communications and analysis with J. Leighton and Z. Adorno on notice and service issues (.5); draft notice of motion (.2); finalize motion and prepare for filing, including overseeing filing of same (.6).	04/05/18	BAF	2.30	805.00



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Review order from Judge Polster on OVEC motion to withdraw the reference and discuss with team (1.0); research on whether such order constitutes a final appealable order for appeal purposes (.8).	04/05/18	KMB	1.80	630.00
Review revisions to motion to assume Process Support Agreement and Standstill Agreement circulated by counsel for the counter-parties (1.0); review proposed order (.4); oversee filing of motion and notice thereof (.4).	04/05/18	KMB	1.80	630.00
Review and comment in Debtors' letter to Judge Polster regarding order on OVEC motion to withdraw the reference (.9); review and analyze OVEC's response to Judge Polster (.3).	04/06/18	KMB	1.20	420.00
Telephone conference with court regarding notice of motion to reject leases (.2); follow up with K. Bradley (.1).	04/06/18	TMP	0.30	52.50
Research local case law in support of motion to assume executory contract (4.2).	04/09/18	AJW	4.20	1,302.00
Review legal issues in connection with rejection of power contracts and FERC jurisdictional issues raised by Judge Polster's opinion.	04/09/18	MBM	0.30	135.00
Research local case law in support of motion to assume executory contract (4.9); email K. Bradley and B. Franklin regarding local case law research (.2).	04/10/18	AJW	5.10	1,581.00
Review motion for reconsideration of Judge Polster's decision on motion to withdraw the reference on OVEC contract rejection (.5); confer with J. Fairweather regarding status conference and issues related to preliminary injunction (.4).	04/10/18	KMB	0.90	315.00
Brief review of response regarding Mansfield interest holders regarding rejection of contracts.	04/10/18	MBM	0.20	90.00
Research local case law in support of motion to assume executory contract (3.5).	04/11/18	AJW	3.50	1,085.00
Review ad hoc noteholder statement in support of motion for reconsideration of Judge Polster's decision.	04/11/18	KMB	0.20	70.00
Review draft amended TRO order and comments thereto by R. Giannantonio and Akin team.	04/11/18	KMB	0.40	140.00
Research local case law in support of motion to assume executory contract (4.4).	04/12/18	AJW	4.40	1,364.00



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Communications with chambers regarding property adjournment of hearings and objections (.5); communications with B. Kahn regarding the same (.3); draft notice to adjourn OVEC rejection motion (.3).	04/12/18	BAF	1.10	385.00
Review joint motion for status conference (.2); review communication regarding scheduling of same (.1); confer with B. Kahn regarding committee participation in status conference (.3) and confer with committee counsel regarding same (.2).	04/12/18	KMB	0.80	280.00
Confer with B. Kahn regarding adjournment of hearing on OVEC rejection motion (.2); address court concerns with method of noticing adjournment (.3); review notice of adjournment (.1).	04/12/18	KMB	0.60	210.00
Telephone conference with B. Franklin regarding amended notice of motion to reject agreements (.1); review and revise same (.1); file notice with court (.1).	04/12/18	TMP	0.30	52.50
Confer with J. Fairweather, D. Zensky and L. DelGrosso regarding result of status conference before Judge Polster on OVEC contract rejection motion (.4).	04/13/18	KMB	0.40	140.00
Review first omnibus motion to reject contracts (.5); discuss local practice issues with Akin team regarding Rule 6006 (.3); review precedent cited in rejection motion (.4).	04/14/18	KMB	1.20	420.00
Participate in telephonic status conference on motion to adjourn deadlines on PPA rejection motions.	04/16/18	KMB	0.90	315.00
Review, comment on, and finalize omnibus motion to reject contracts and motion to assume Macquarie motion (2.7); revise and finalize notices related to the same (.2); communications with O. Bitman of Prime Clerk regarding service of the same (.4); communications with T. Palcic on the same (.2).	04/16/18	BAF	3.50	1,225.00
Review and revise omnibus motion to reject contracts and motion to assume Macquarie motion (1.2); confer with B. Franklin regarding service of same on counter parties (.2).	04/16/18	KMB	1.40	490.00
Review emergency motion of North Allegheny Wind LLC to adjourn objection deadline and hearing date on PPA rejection motion (.5); review joinder by Maryland Solar LLC in that emergency motion (.1); review and comment on draft order resulting from April 16, 2018 emergency hearing (.4); address need for transcript from that hearing (.2).	04/16/18	LDG	1.20	438.00



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FirstEnergy Solutions Corp.
Invoice No. 250771/522846
Client No. 27821
May 22, 2018

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review motion to continue hearing on rejection of certain renewable power contracts.	04/16/18	MBM	0.20	90.00
Review notices of motions and prepare for filing (.3); email B. Franklin regarding notices (.1); file amended notice relating to purchase agreement (.3); file motion to assume uranium contract, declaration in support and notice of motion (.3); file first omnibus motion to reject certain contracts and leases, three declarations in support and notice of motion (.4); review and respond to emails from L. DelGrosso regarding transcript of April 16th hearing (.2); order transcript (.1); contact court regarding same (.1); review and respond to emails regarding uploading of order relating to two contract motions (.2); revise order and upload same (.3).	04/16/18	TMP	2.30	402.50
Confer with B. Kahn regarding status of order adjourning scheduling conference on PPA rejection motion (.1); follow up with M. Knotts regarding same (.1).	04/17/18	KMB	0.20	70.00
Confer with J. Leighton regarding adjournment of the motion to approve the PSA and Standstill agreement.	04/18/18	KMB	0.20	70.00
Draft notice to adjourn PSA hearing (.3); communications with J. Leighton and K. Bradley on the same (.2).	04/19/18	BAF	0.50	175.00
Review transcript from April 16, 2018 hearing on North Allegheny Wind LLC's emergency motion to adjourn objection deadline and hearing date on rejection motion (.6).	04/19/18	LDG	0.60	219.00
Finalize notice on PSA motion (.1); communications with J. Leighton and T. Palcic on the same (.1).	04/20/18	BAF	0.20	70.00
Communications with A. Leffler regarding issues related to discovery requests in connection with process support agreement.	04/20/18	BAF	0.20	70.00
Revise, draft and finalize seal orders and letter to court regarding seal orders on contract rejection motions (.5); review and comment on amended notice related to omnibus rejection motion (.2).	04/20/18	BAF	0.70	245.00
Communications with A. Leffler and B. Franklin regarding issues related to discovery requests in connection with process support agreement (.6); review communication to Akin team regarding same (.2).	04/20/18	KMB	0.80	280.00



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Telephone conference with K. Bradley regarding order (.1); upload rail contract order to court (.1); telephone conference with K. Bradley regarding filing agreements under seal (.1); telephone conference with case administrator regarding same (.1); prepare letters to court (.3); obtain copy of each order (.2); follow up with B. Franklin (.1); obtain copies of agreements to be filed under seal (.2); arrange for filing with court (.2).	04/20/18	TMP	1.40	245.00
Review transcript of hearing on OVEC emergency motion on PPA rejection (.5); confer with B. Kahn regarding potential stipulation from certain PPA counter parties and presentation of same to court (.3).	04/23/18	KMB	0.80	280.00
Suggest form of motion to approve stipulation with PPA counter parties regarding consensual rejection (.3).	04/23/18	KMB	0.30	105.00
Communications with L. Beckerman on local practice related to certificates of no objection, hearings, and uploading orders in connection with rail rejection contract (.2); finalize notice amending omnibus rejection motion (.2); communications with T. Palcic on the same (.1).	04/23/18	BAF	0.50	175.00
Address with K. Bradley and B. Franklin response deadline for non-counterparties to object to PPA rejection motions (.2).	04/23/18	LDG	0.20	73.00
Review and revise notice of modification to exhibit to first omnibus motion (.2); file notice with court (.1).	04/23/18	TMP	0.30	52.50
Review terms sheet for Mansfield settlement.	04/24/18	KMB	0.40	140.00
Review email from B. Franklin regarding notice of second modification to exhibit to rejection motion (.1); revise same and email to B. Franklin (.2); file notice with court (.1); revise rejection order regarding uranium contracts and upload revised order to the court (.2).	04/26/18	TMP	0.60	105.00
Confer with B. Kahn and K. Doorley regarding Meyersdale stipulation (.3); review and comment on motion to approve same (.5); suggest mechanism for court approval and discuss issues regarding expedited hearing (.3).	04/30/18	KMB	1.10	385.00
Review research on nunc pro tunc rejection of executory contracts (.8) and discuss with B. Franklin in connection with First Solar contract rejection (.4); review email summary from P. Chen (.2) and additional cited therein (.5).	04/30/18	KMB	1.90	665.00



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Research and analyze issues related to nunc pro tunc rejection (3.5); communications with P. Chen on the same (.4); analyze P. Chen memo related to the same (.5); discuss the same with K. Bradley (.4).	04/30/18	BAF	4.80	1,680.00
RE: GENERAL CORPORATE MATTERS				
Revise short agendas for meetings on 3/31 (1.0); calls with K. Warvell to discuss agendas and resolutions (.5); compile agendas and resolutions for all meetings on 3/31 (1.5); post and organize meeting materials in board portal and create board books (.8).	03/30/18	MCG	3.80	741.00
Attention to e-mail from K. Warvell regarding exhibit to presentation for 3/31 FES board meeting (.1); revise board book (.1).	03/31/18	MCG	0.20	39.00
Attention to e-mail from L. Seders regarding 3/1 minutes (.1); compile minutes and agenda and draft transmittal letter for same (.1).	04/03/18	MCG	0.20	39.00
Attention to e-mails from L. Seders regarding access for new board member (.5); call with S. Infante to discuss Boardvantage additional license issue (.1); address J. Gingo access issues (.3); work on organizing materials for 4/9 board meetings (1.4).	04/04/18	MCG	2.30	448.50
Revise minutes for FES, FENOC, FE NG, FE Aircraft Leasing, FE Generation Corp. Mansfield Unit 1 and North Energy 3/31 meetings (3.8); attention to e-mails regarding minutes for 3/28 meetings (.2); review agendas for 4/9 FES and FENOC meetings (.2); attention to e-mails with K. Wengatz of PWC regarding final minutes (.2); calls with K. Warvell and T. Palcic regarding Norton Energy minutes for 3/31 meeting (.2); attention to e-mails regarding same (.1); compile and send finalized minutes for all 3/31 meetings to K. Wengatz (.1).	04/05/18	MCG	4.80	936.00
Compile agendas and resolutions for FES and FENOC 4/9 board meetings.	04/05/18	MCG	0.50	97.50
Calls with J. Gingo regarding Boardvantage access (.1); address access issues for J. Gingo (.2).	04/05/18	MCG	0.30	58.50
Revise minutes for 3/28 FES, FENOC, and FE NG board meetings and 3/28 FES special meeting.	04/05/18	MCG	2.80	546.00



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Attention to e-mails regarding comments to 3/28 FES and FENOC minutes (.1); call with R. Burdick regarding same (.1); make appropriate revisions to 3/28 minutes (.3); e-mail to K. Warvell regarding director voting on resolutions for 3/28 minutes (.1); call with K. Warvell regarding FES and FENOC 4/9 board meeting agendas (.1); assemble 4/9 board meeting materials (1.2); compile and print finalized minutes for 3/28 and 3/31 (.1); draft letter to K. Warvell for package of finalize minutes (.1); compile long agendas and final minutes for 3/28 and 3/31 meetings (.4); revise FES short and long agendas for 4/9 board meetings (.1); email to J. Gingo regarding access to virtual board portal (.1); call with K. Warvell regarding revisions to 4/9 agendas (.1); revise long and short agendas for 4/9 to reflect same (.1).	04/06/18	MCG	2.90	565.50
Work on Boardvantage access issues with J. Gingo (.2); call with L. Seder to discuss same (.1); attention to e-mails with S. Infante regarding same (.2).	04/09/18	MCG	0.50	97.50
Call with K. Warvell regarding review of 2017 minutes (.1); review same and send summary to K. Warvell (1.7).	04/11/18	MCG	1.80	351.00
Attention to e-mails from K. Wengatz of PWC (.2); attention to emails from Boardvantage and S. Price (.1).	04/13/18	MCG	0.30	58.50
Review draft agenda for FES 4/23 meeting (.1); review emails regarding same (.1); attention to e-mails regarding minutes (.1); revise FES 4-9 minutes (2.3); call with K. Warvell to discuss 4/23 agenda and board portal posting (.1); revise FES 4-23 agenda for new resolution item (.1); begin to work on revising 4-9 FENOC minutes (.5).	04/18/18	MCG	3.30	643.50
Revise, finalize and compile FES 4/23 board meeting materials and attention to calls and e-mails regarding same.	04/19/18	MCG	3.00	585.00
Update board portal with presentations (.2); follow up on boardvantage issues for J. Boland (.1); emails with S. Withers regarding board materials for Akin team (.2); email S. Infante regarding Akin access (.1).	04/23/18	MCG	0.60	117.00
Confer with C. Geib regarding transmittal of board materials to Akin litigation team.	04/24/18	KMB	0.20	70.00
Attention to compiling and transferring board materials and minutes to Akin team.	04/24/18	MCG	5.90	1,150.50
Revise FENOC minutes of 4/9 board meeting and attention to e-mails regarding same (.7); finalize minutes of FES and FENOC 4/9 board meetings (.2); draft transmittal letter to K. Lempner (.1).	04/27/18	MCG	1.00	195.00



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Revise FES minutes of 4/23 board meeting.	04/30/18	MCG	1.10	214.50
RE: INSURANCE ISSUES				
Review and analyze revisions from multiple parties to Protocol and other documents (.9); communications with B. Kahn (.3); begin drafting information protocol (.3); participate in conference calls with all parties to Protocol, PSA and other documents (.2); confer with J. Mellody regarding recovery efforts (.2); review and revise weekly update (.3); participate in executives conference call (.9).	03/30/18	AML	3.10	1,162.50
Research the extent to which the bankruptcy rules permit or require service of process on parties at addresses set forth in relevant contracts (1.1); research addresses of registered agents of various parties to which to send service of process (.4).	03/30/18	DS	1.50	367.50
Obtain unreported orders for motions (.8); communications with B. Franklin regarding same (.1).	04/01/18	AML	0.90	337.50
Review bankruptcy filings of FES to identify and collect all unpublished bankruptcy court orders upon which FES relies in support of its filings.	04/01/18	DS	3.20	784.00
Review and analyze draft preliminary damage assessment (1.6); draft memorandum and notes regarding same (.3).	04/02/18	AML	1.90	712.50
Continue to research the extent to which an insured may split its election of coverage under its insurance policy between repair and replacement and actual cash value under a single claim.	04/02/18	DS	5.20	1,274.00
Review and revise correspondence to carriers.	04/03/18	LMB	0.20	63.00
Communications with C. Cox regarding recovery efforts (.1); communications with B. Kahn regarding agreements (.1); communications with D. Sporar (.2); review insurance policy and analyze same regarding coverage matters (.7).	04/03/18	AML	1.10	412.50
Continue to research the extent to which an insured may split its election of coverage under its insurance policy between repair and replacement and actual cash value under a single claim.	04/03/18	DS	3.40	833.00
Confer with A. Leffler regarding protocol issues.	04/04/18	KMB	0.30	105.00
Communications with P. Nadel and C. Cox regarding insurer visit (.2).	04/04/18	AML	0.20	75.00



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Continue to research the extent to which an insured may split its election of coverage under its insurance policy between repair and replacement and actual cash value under a single claim (1.0); draft memorandum regarding same (1.3).	04/04/18	DS	2.30	563.50
Conference with T. Kraus, P. Nadel, J. Mellody, and C. Cox regarding insurance issues (.3); conference with recovery team regarding recovery efforts (.7); participate in management conference regarding recovery efforts (.1); confer with J. Mellody regarding insurance issues (.1); communications with B. Kahn regarding same (.1); memorandum to R. Giannantonio regarding summary of issues and insurance (.4); confer with D. Sporar regarding research on insurance issues (.2); prepare memorandum regarding information protocol (2.2); communications with B. Kahn and G. Svirsky regarding insurance issues (.2); communications with P. Nadel and B. Kahn regarding insurance and recovery (.1).	04/05/18	AML	4.40	1,650.00
Continue to draft memorandum regarding the extent to which an insured may split its election of coverage under its insurance policy between repair and replacement and actual cash value under a single claim.	04/05/18	DS	1.60	392.00
Confer with M. Lindow and underlying counsel regarding correspondence to insurers.	04/06/18	LMB	0.80	252.00
Communications with B. Kahn regarding insurance and recovery (.2); communications with P. Nadel regarding same (.1); conferences with P. Rose and L. Blower regarding background, issues, strategy, and insurance concerning Mansfield loss (1.2); communications with C. Vassiles (.1); revise memorandum regarding information protocol (.5); communications with R. Giannantonio and J. Mellody regarding same (.2).	04/06/18	AML	2.30	862.50
Conference with A. Leffler regarding Bruce Mansfield case developments and issues.	04/06/18	PAR	0.60	285.00
Communications with P. Nadel and B. Kahn regarding protocol information (.1).	04/09/18	AML	0.10	37.50
Review and revise correspondence to insurers.	04/10/18	LMB	0.30	94.50



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Prepare for and confer with Mansfield parties and B. Kahn regarding protocol and information (.3); review information for production (1.2); communications with B. Kahn regarding same (.1); communications with J. Mellody regarding same (.1); communications with D. Sporar regarding joint defense agreement (.1); confer with J. Mellody regarding insurance claim (.3); review draft update (.2).	04/10/18	AML	2.30	862.50
Confer with D. Sporar regarding joint defense agreement (.3); confer with J. Mellody regarding accounting reports (.2); review root cause materials (.4); communications with T. Kraus (.1); communications with R. Giannantonio, P. Nadel, and J. Mellody (.1).	04/11/18	AML	1.10	412.50
Confer with A. Leffler regarding preparation of joint defense, prosecution, and common interest agreement in relation to the Bruce Mansfield Plant (.3); review and analyze stipulation and protocol related to the Bruce Mansfield Plant (.4); review and analyze AEGIS insurance policy (.3); review and analyze joint defense, prosecution, and common interest agreement from different case for guidance on drafting same in relation to Bruce Mansfield Plant (.5); draft joint defense, prosecution, and common interest agreement in relation to Bruce Mansfield Plant (1.7).	04/11/18	DS	3.20	784.00
Prepare for and participate in conference regarding root cause (1.7); confer with P. Nadel regarding insurance issues (.4); participate in recovery team conference call (.8); memorandum to R. Giannantonio regarding updates and insurance issues (.7); communications with P. Nadel regarding testing (.2); confer with J. Mellody regarding insurance issues (.2); participate in recovery call with management (.3).	04/12/18	AML	4.30	1,612.50
Continue to draft joint defense, prosecution, and common interest agreement in relation to Bruce Mansfield Plant.	04/12/18	DS	0.40	98.00
Confer with P. Nadel and C. Cox regarding cost information (.3); conference with P. Nadel, J. Mellody, and C. Cox regarding testing (.5); communications with B. Kahn regarding Mansfield Protocol (.2); revise joint defense agreement (.4); review correspondence from insurers (.1); communications with P. Nadel regarding same (.1); review weekly update draft and communications with J. Mellody (.2).	04/13/18	AML	1.80	675.00
Revise joint defense agreement (.6); communications with B. Kahn and R. Giannantonio regarding same (.1); draft two memoranda to R. Giannantonio and J. Mellody regarding insurance issues and information production (.8).	04/15/18	AML	1.50	562.50



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Communications with B. Kahn regarding insurance (.1); communications with C. Cox regarding insurance (.1).	04/16/18	AML	0.20	75.00
Communications with C. Cox regarding cost information (.1); review cost information (.3).	04/17/18	AML	0.40	150.00
Communications with P. Nadel regarding agreement (.1); review and analyze draft cost report (.4); confer with J. Mellody, C. Cox, and team regarding draft cost report (.6); confer with P. Nadel regarding same (.1); communications with counsel regarding information sharing (.4); revise joint defense agreement (.5); communications with B. Kahn regarding same (.1); review root cause update (.1).	04/18/18	AML	2.30	862.50
Participate in root cause conference (.3); prepare memorandum regarding same (.1); review recovery team meeting materials (.2); participate in recovery team conference calls (.8); review and analyze preliminary damage report draft (1.4); memorandum to R. Giannantonio regarding updates (.4); finalize joint defense agreement (.2); communications with B. Kahn and counsel for Mansfield parties regarding same (.2).	04/19/18	AML	3.60	1,350.00
Review insurance requests for diligence list (.4); confer with P. Nadel regarding same (.3); draft potential revisions (.4); review weekly summary report (.2); communications with J. Mellody (.1); communications with B. Kahn (.1); review and revise capacity test summary (.3); communications with P. Nadel and R. Giannantonio regarding preliminary damage assessment (.2).	04/20/18	AML	2.00	750.00
Review and analyze draft diligence list (.8); revise draft diligence list with R. Presa and R. Williams (2.3); communications with P. Nadel and R. Giannantonio regarding same (.3).	04/20/18	AML	3.40	1,275.00
Download FTP documents from FirstEnergy (.3); conference with L. Blower regarding issues with FTP site (.1); phone conference with P. Nadel regarding same (.1).	04/20/18	CLH	0.50	87.50
Review insurance documents for production (1.8); communications with B. Kahn regarding same (.2); communications with C. Hassinger regarding documents (.1); revise memorandum regarding production (.5); communications with P. Nadel and J. Mellody regarding same (.3); communications with B. Kahn regarding confidentiality (.1); several communications with counsel producing documents (.7).	04/21/18	AML	3.70	1,387.50



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Conference with A. Leffler regarding document review of emails received from client (.10); review of emails for clarification of FirstEnergy format (1.0).	04/21/18	CLH	1.10	192.50
Review documents related to insurance (.6); confer with B. Kahn regarding same (.3).	04/22/18	AML	0.90	337.50
Review notes regarding diligence requests (.2); participate in conferences with R. Presa, R. Williams, J. Mellody, and P. Nadel regarding same (1.7); review additional documents for production under protocol (.4); conferences with C. Hassinger and P. Nadel regarding same (.3); communications with Mansfield parties regarding documents (.3); communications with C. Cox regarding capacity test (.1); draft memorandum regarding background and insurance issues for presentation (.9).	04/23/18	AML	3.90	1,462.50
Review and produce documents to Mansfield parties (.5); confer with T. Krause regarding root cause (.6); communications with J. Mellody regarding same (.1); revise capacity document (.1).	04/24/18	AML	1.30	487.50
Conference with A. Leffler regarding document review of emails received from client (.1); export emails out of current format in order to email for review and compress documents and prepare for email (1.2).	04/24/18	CLH	1.30	227.50
Prepare and produce documents to Mansfield Parties (.6); conferences with P. Nadel regarding same (.2); communications with counsel regarding same (.2); memorandum to R. Giannantonio regarding root cause (.3); confer with K. England and P. Nadel regarding root cause (.3).	04/25/18	AML	1.60	600.00
Email to and from P. Nadel related to the Preliminary Damage Assessment report for A. Leffler (.2); review of report for A. Leffler to determine if draft or final (.8); retrieve exhibits to report to review (.3).	04/25/18	CLH	1.30	227.50
Confer with P. Rose regarding analysis of FENOC policies in connection with NEIL committee meeting.	04/26/18	KMB	0.50	175.00
Review and analyze draft root cause report (.8); participate in root cause conference call (1.0); participate in recovery team calls (.9); memorandum to R. Giannantonio regarding same (.2); confer with P. Nadel regarding root cause (.1); review documents for production (.1); communications with Mansfield Parties (.2).	04/26/18	AML	3.30	1,237.50
Communication with P. Rose and A. Leffler regarding potential work for FENOC and address issues of potential conflict and analysis of same.	04/26/18	JCF	0.40	180.00



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Prepare presentation on insurance issues including review of relevant background documents (1.7).	04/27/18	AML	1.70	637.50
Conference with P. Rose regarding new assignment from FENOC (.3).	04/27/18	JCF	0.30	135.00
Analysis of proposed revisions to NEIL insurance policies (4.0); draft memorandum to D. Jenkins on NEIL policy revisions (1.5).	04/29/18	PAR	5.50	2,612.50
Communications with R. Presa regarding insurance issues (.2); review revisions to root cause (.8); participate in root cause conference call (1.0); memorandum to R. Giannantonio regarding same (.1).	04/30/18	AML	2.10	787.50
RE: LABOR/EMPLOYEE BENEFITS/PENSION				
Conference with L. Beckerman regarding anticipated KERP and incentive program motions and hearing issues associated with same (.4).	04/12/18	KMB	0.40	140.00
Review incentive programs motion.	04/16/18	BAF	0.50	175.00
Review and comment on draft incentives program motion and accompanying declarations.	04/16/18	KMB	0.70	245.00
Review and comment on draft incentive plan motion and accompanying declarations (.6).	04/17/18	KMB	0.60	210.00
Review and analyze incentive program motion (1.0); research local precedent and ordinary course issues (1.5).	04/19/18	BAF	2.50	875.00
Review, analyze and comment on incentive program motion and related declarations.	04/19/18	KMB	1.80	630.00
Research issues related to incentive program motion, including ordinary course and local precedent (.5); conference with K. Bradley regarding the same (.2); call with J. Furlong and K. Bradley regarding the same (.2); review and analyze KERP motion (1.3); research local precedent for KERP motion (.8); confer with K. Bradley on the same (.3).	04/20/18	BAF	3.30	1,155.00
Research issues related to incentive program motion, including ordinary course and local precedent (.7); call with J. Furlong and B. Franklin regarding the same (.2); review and analyze KERP motion (1.3); review local precedent for KERP motion (.7).	04/20/18	KMB	2.90	1,015.00
Review, revise and comment on motion to approve retention program and related declarations.	04/23/18	KMB	1.50	525.00



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FirstEnergy Solutions Corp.
Invoice No. 250771/522846
Client No. 27821
May 22, 2018

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review revised incentive and KERP motions (.8); participate in conference call with K. Bradley, L. Beckerman, J. Furlong and J. Leighton on final revisions to the incentive plan and KERP motions and logistics for filing (.3); revise and finalize incentive plan motion, KERP motion, related declarations, and notices (3.0).	04/23/18	BAF	4.10	1,435.00
RE: LITIGATION/ADVERSARY PROCEEDINGS				
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review and comment on FERC adversary proceeding and TRO papers (3.0).	03/30/18	KMB	3.00	1,050.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Work on logistics for filing of adversary including creation of filing checklist and task list (1.3); work with Akin Gump team to confirm filings in adversary and to obtain exhibits (.8); review exhibits to be filed in adversary (1.0); meeting with Brouse team to prepare for filing of adversary and to ensure assignment and completion of associated tasks (1.0); review latest drafts of adversary filings (1.3); conference with J. Fairweather in preparation for TRO hearing (.4).	03/30/18	LDG	5.80	2,117.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Address filing issues (1.2); multiple conferences with Brouse team on questions for pending filings (2.1); research on case law (.8); reviewing OVEC complaint, adversary complaint, FERC schedule order, etc. (1.5); communication with M. Merklin regarding creditor's committee meeting (.4); conference with Akin Gump team on filing issues (.3); read case law in preparation for TRO hearing (2.3).	03/30/18	JCF	8.60	3,870.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Conference with J. Fairweather, L. DelGrosso and B. Franklin regarding adversary filing and service (.9).	03/30/18	TMP	0.90	157.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review latest drafts of adversary filings from Akin Gump and prepare them for filing (5.9); incorporate additional revisions to adversary filings received from Akin Gump team (1.5); communications with Akin Gump team regarding serving FERC adversary (.5).	03/31/18	LDG	7.90	2,883.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Address filing issues relating to formal service and courtesy copies for adversary papers as well as rejection motions (.8); multiple conferences with with Brouse team regarding all aspects of filing (2.3); prepare for argument at TRO hearing regarding objections by FERC and OVEC (4.0); conferences with various members of Akin Gump team in anticipation of TRO hearing and other matters relating to adversary proceeding (2.0).	03/31/18	JCF	9.10	4,095.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Brief meeting with J. Fairweather regarding introductions and pro hac vice requests in connection with upcoming TRO hearing.	03/31/18	MBM	0.20	90.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Further revisions to complaint and TRO filings (3.5); address binders needed for preparation for and use at TRO hearing (.3); conference with J. Fairweather in preparation for TRO hearing (.5); attention to logistics for TRO hearing (.7); revisions to pocket brief for use at TRO hearing (.5).	04/01/18	LDG	5.50	2,007.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Discussions with Judge's law clerk and with D. Zensky regarding notice requirements in connection with ex-parte request for TRO and issues related to notations on docket (.1); place joint call with D. Zensky to Judge's clerk (.1).	04/01/18	MBM	0.20	90.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Continue to review and supervise additional first day filings including wage motion, rejection motions and adversary proceeding seeking TRO against FERC.	04/01/18	MBM	1.80	810.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Preparation for potential oral argument on intervention motion by OVEC (2.8); communication with D. Carney and separately with B. Kahn regarding potential questions from bench and responses on anticipated motion to intervene (.8); review and revise proposed TRO order (.3); receipt and review of final draft of complaint and review of final edits (.4); assist with compilation of adversary binders to be used at adversary hearing (.5); address various service issues of rejection motions and adversary papers (.7).	04/01/18	JCF	5.50	2,475.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Open adversary proceeding and file motions in same.	04/01/18	TMP	0.90	157.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Communication with M. Miller regarding binder preparation (.1); meet with in-house clerks and J. Fairweather regarding same (.3); meet with L. DelGrosso (.2); work on preparing the litigation/adversary binders (5.1); work on creating the indexes for the binders (.7).	04/01/18	JMB	6.40	1,120.00
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Review complaint and answer (.4); review and analyze affirmative defenses on complaint and counterclaim (.5); review memorandum regarding case history (1.1).	04/02/18	KLK	2.00	650.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review revised TRO order for submission to court (.4); coordinate service for TRO order and other adversary proceeding pleadings on appropriate parties (.8).	04/02/18	KMB	1.20	420.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Address service of TRO paperwork on FERC in Cleveland (through the U.S. Attorney's office located there) (.4); prepare proof of service to be signed by process server (.7); prepare for TRO hearing against FERC (.8); revisions to TRO order received from E. Bernlohr (.4); respond to questions from Akin Gump team regarding service of FERC with TRO paperwork at its Washington D.C. headquarters and at Department of Justice headquarters (.8); address plan with Akin Gump for formal service of FERC once summons is issued (.4).	04/02/18	LDG	3.50	1,277.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Continue review of documents in preparation for TRO hearing before Judge Koschik (.5); review revisions to order and communications regarding uploading of same (.1).	04/02/18	MBM	0.60	270.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Communications from L. Buck with U.S. Attorney's Office regarding service of TRO and summons on FERC.	04/02/18	MBM	0.10	45.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Preparation for TRO hearing (2.5); address logistical issues for TRO hearing (.4); conference with D. Zensky regarding next steps in adversary proceeding (.5).	04/02/18	JCF	3.40	1,530.00
OVEC v. FES; District Court #5:18-mc-00034: Prepare pro hac vice motions for district court matter (1.0).	04/03/18	AJW	1.00	310.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Address question from D. Zensky regarding availability of transcript for TRO hearing and timing of issuance of summons (.3).	04/03/18	LDG	0.30	109.50



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OVEC v. FES; District Court #5:18-mc-00034: Address questions from Akin Gump team regarding response time for opposing motion to withdraw reference and procedures for assigning district court judge to matter (.8); inquire of district court clerk and bankruptcy clerk regarding timing of and procedures for transmitting motion to withdraw reference to the district court (.4); conference call with D. Zensky regarding procedures followed for transmitting motion to district court and for assigning judge (.2); review motion to withdraw reference filed by Ohio Valley Electrical Corporation (.6); conference with J. Fairweather regarding arguments made in motion and strategy for response (.3); respond to question from Akin Gump team regarding application of district court local rules to motion to withdraw reference (once motion is transmitted to district court) (.3); respond to question from D. Zensky regarding procedural issues (.4); further research into same (1.5); report results of additional research to D. Zensky (.5); draft notice of appearance (.3); attention to need for and preparation of pro hac vice motions in district court (.4).	04/03/18	LDG	5.70	2,080.50
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Evaluate filing motion for stay and answer to counterclaim.	04/03/18	NPC	0.20	75.00
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Confer with client regarding notice of stay and answer to counterclaim.	04/03/18	NPC	0.30	112.50
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Draft and file notice of bankruptcy stay.	04/03/18	NPC	0.20	75.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review motion for withdrawal of reference on rejection motion.	04/03/18	MBM	0.50	225.00



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OVEC v. FES; District Court #5:18-mc-00034: Review motion to withdraw reference (1.3); communication with clerk's office regarding deadlines, assignment of district court judge, etc. (.4); conference with D. Zensky regarding direction from district court on motion to withdraw case (.3); prepare for conference with Akin Gump team (.4); participate in conference with Akin Gump team regarding strategy for motion to withdraw (.8); communications with D. Zensky regarding motion to withdraw reference (.5); conference with clerk's office regarding timing of assignment of district court judge and issuance of notification of same (.3); conferences with Akin Gump team regarding page limitations and northern district of Ohio decisions (.7); review notice of assignment of Judge Polster to northern district of Ohio case (.7); conference with D. Zensky regarding assignments of judge (.4); conference with D. Zensky regarding various scenarios and strategies for responding to motion to withdraw (.3); conference with clerk's office on pro hac requirements in district court versus bankruptcy court (.3); review issue of assignment of related case if adversary proceeding is subject to motion to withdraw (.4); review pro hac vice filings (.4).	04/03/18	JCF	7.20	3,240.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Telephone conference with T. Palcic regarding obtaining transcript of adversary proceeding and handling expedited logistics as requested by co-counsel (.3).	04/03/18	JCF	0.30	135.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review adversary docket for entry of summons (.1); follow up on status of transcript (.1); telephone conference with J. Fairweather regarding same (.1); email attorneys regarding upcoming hearing dates, transcript and summons (.1); review email from ELR regarding transcript (.1); forward transcript to J. Fairweather and L. DelGrosso (.1); prepare notice of appearance for L. DelGrosso (.3); email to L. DelGrosso for approval to file (.1); download removal documents and forward district court notices and documents to J. Fairweather and L. DelGrosso (.2)(.1)(.1).	04/03/18	TMP	1.40	245.00
OVEC v. FES; District Court #5:18-mc-00034: Respond to questions from Akin Gump team regarding page limits allowed for response to OVEC's motion to withdraw reference (.7); draft motion for leave to exceed page limits (1.0).	04/04/18	LDG	1.70	620.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Review OVEC's motion for leave to intervene (1.0); respond to questions from Akin Gump team regarding response date for motion to intervene (.3); address issues related to service of summons on FERC (including identifying documents to be served and methods of service) (.8); work with process server to serve U.S. Attorney in Cleveland on behalf of FERC (.7); review summons and statement from clerk's office regarding requirements of service of same (.4); finalize summons and addendum to same for service on FERC (.5); review transcript of TRO hearing (.9); attention to logistics for participation by telephone in status conference on April 9, 2018 (.5); review pretrial hearing notices and notice of hearing on OVEC's motion to intervene (.5); communications with Akin Gump team regarding status of service of FERC and filing of certificates of service when same is accomplished (.5).	04/04/18	LDG	6.10	2,226.50
J. Andrew Associates v. FES; SCCP #CV-2016-06-2831: Draft and file notice of suggestion of stay.	04/04/18	NPC	0.10	37.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: monitor orders and other filings made in adversary proceeding (.8); review and respond to service questions and conference with L. DelGrosso regarding same (.3); receipt and review of pretrial order (.3); review pretrial schedule and communication with Akin Gump team on same (.3); review motion to intervene filed by OVEC in Adversary case (1.2); conference with L. DelGrosso regarding OVEC motion to intervene in adversary case (.4).	04/04/18	JCF	3.30	1,485.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Conference with L. DelGrosso regarding summons (.2); monitor docket for entry of same (.1)(.1); obtain copy of summons and pretrial order and forward to L. DelGrosso (.2); telephone conference with court regarding executed certificate of summons (.1); telephone conference with L. DelGrosso regarding same (.1); review docket entry regarding telephonic status conference (.1); follow up with L. DelGrosso regarding names and phone numbers of participants (.2); telephone conference with L. DelGrosso regarding executed service of summons (.1).	04/04/18	TMP	1.20	210.00
OVEC v. FES; District Court #5:18-mc-00034: Draft motion to exceed page limits in connection with response to OVEC's motion to withdraw reference (1.5); conference call with Judge Polster's chambers regarding forthcoming order on OVEC's motion to withdraw reference (.1); review opinion and order and analyze options in response to same (1.5); strategize with Akin Gump team regarding plan for responding to Judge Polster's order and opinion (.8).	04/05/18	LDG	3.90	1,423.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Communications with Akin Gump team regarding revisions needed to certificates of service of FERC (.5).	04/05/18	LDG	0.50	182.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Brief review of ruling by Judge Polster on motion to withdraw the reference and discuss jurisdictional and related issues with J. Fairweather and L. DelGrosso.	04/05/18	MBM	0.50	225.00
OVEC v. FES; District Court #5:18-mc-00034: Receipt and review of Judge Polster's order and memorandum regarding motion to withdraw the reference (.4); lengthy discussion with Brouse team regarding Judge Polster's order (.3); conference with L. DelGrosso on Judge Polster's order and stated reasons for issuing the order in comparison to the motion to withdraw the reference and legal memorandum previously prepared by Akin Gump (.7); conference with Akin Gump team regarding Judge Polster ruling (.3); consideration and research of issue of appealability and communication with Akin Gump team regarding same (.8); communication with R. Giannantonio regarding Judge Polster (.3).	04/05/18	JCF	2.80	1,260.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review affidavits of service to ensure compliance with federal rules (.3).	04/05/18	JCF	0.30	135.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Conference with J. Fairweather regarding service and notices (.4); telephone conference with B. Carney to confirm attorneys entering an appearance (.2); follow up on ECF registrations (.3); prepare notices of appearance for B. Carney and D. Zensky (.6); telephone conference with court regarding participants in the April 9th telephonic status conference (.2); review email from L. DelGrosso regarding proof of service (.1); review same and reply to L. DelGrosso (.2).	04/05/18	TMP	2.00	350.00
OVEC v. FES; District Court #5:18-mc-00034: Conference with J. Fairweather regarding strategy for responding to Judge Polster's order (.3); review Judge Polster's practices and procedures for motions (.5); draft motion to exceed page limits in regard to motion for reconsideration of Judge Polster's order (1.6); incorporate J. Fairweather's edits to same (.2); finalize pro hac vice motions and affidavits for Akin Gump team (.7); provide samples and guidance to Akin Gump team regarding motion practice in district court (.8); review draft of correspondence to Judge Polster (.5); review OVEC's letter to Judge Polster (.4).	04/06/18	LDG	5.00	1,825.00



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Review revised certificates of service from Akin Gump (.4); confirm arrangements with Akin Gump for participation in status conference on April 9, 2018 (.3); prepare for that status conference (.5).	04/06/18	LDG	1.20	438.00
OVEC v. FES; District Court #5:18-mc-00034: Edit letter to Judge Polster (.2); conference with B. Carney of Akin Gump regarding edits and comments (.2); finalize letter for filing (.2); hand deliver copy of letter to Judge Koschik (.5); conference with Akin Gump team regarding attendance at status conference on Monday, April 9, 2018 (.3); communications with Akin Gump team regarding Judge Polster (.4).	04/06/18	JCF	1.80	810.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Developing strategies with J. Fairweather regarding jurisdictional and appeal issues (.2); review notice regarding pretrial participation and related issues (.1).	04/06/18	MBM	0.30	135.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review and respond to email from L. DelGrosso regarding filing of executed certificate of summons (.1); review executed certificates of summons (.2); file certificates with court (.2); obtain copies of letter and response filed in case (.2).	04/06/18	TMP	0.70	122.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review hearing notice regarding continuance of FERC adversary status conference.	04/09/18	KMB	0.10	35.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Conference call with J. Fairweather regarding outcome of status conference and information requested by bankruptcy court (.3); review and circulate hearing notice regarding continuance of status conference to April 10, 2018 (.2).	04/09/18	LDG	0.50	182.50
OVEC v. FES; District Court #5:18-mc-00034: call with B. Carney regarding motion for reconsideration of district court order (.4).	04/09/18	LDG	0.40	146.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review transcript from hearing before Judge Koschik and other preparation for status conference with Judge Koschik (.5); participate in status conference (.9); conference with B. Carney of Akin Gump to review status call with Judge Koschik and on status of brief in support of motion for reconsideration and other strategies being considered (.6).	04/09/18	JCF	2.00	900.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review and revise motion for reconsideration regarding order of Judge Polster.	04/10/18	LMB	0.40	126.00



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OVEC v. FES; District Court #5:18-mc-00034: Review draft of motion for reconsideration and to vacate Judge Polster's April 5, 2018 order (1.5); revise same (.5); communications with Akin Gump team regarding pro hac vice motion of D. Zensky (.2); finalize motion for admission pro hac vice of D. Zensky for filing (.2); prepare certificate of compliance with page limits for memorandum in support of motion for reconsideration and to vacate order (.3); communications with Akin Gump team regarding whether such certification is needed under district court's local rules (.3); respond to multiple inquiries from Akin Gump team regarding motion practice in district court and various filing requirements (.8).	04/10/18	LDG	3.80	1,387.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review OVEC's motion for emergency hearing on its motion to intervene and for expedited briefing on same (.5).	04/10/18	LDG	0.50	182.50
OVEC v. FES; District Court #5:18-mc-00034: Review and edit draft motion for reconsideration circulated by Akin Gump (.9); review edits of L. DelGrosso and submit joint edits to Akin Gump team (.4); communications with R. Giannantonio regarding retention of additional counsel (.3); conference with B. Carney of Akin Gump regarding strategy for motion for reconsideration (.3); multiple communications with Akin Gump team regarding question on filing motion to reconsider (.4); review of final submission and prepare it for filing (.5); conference with L. Blower regarding edit for filing purposes (.3); communication with Akin Gump team confirming filing (.2).	04/10/18	JCF	3.30	1,485.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review "talking points" memo from Akin Gump team relating to negotiations with FERC (.5); comment on proposed suggestion on talking points to Akin Gump team (.3); participate on continued status call with Judge Koschik to discuss chronology and other issues relating to preliminary injunction and motion to intervene, and impact of Judge Polster order (.5); conference with Brouse team regarding alteration of hearing dates, adversary proceeding, and briefing schedule (.3).	04/10/18	JCF	1.60	720.00
OVEC v. FES; District Court #5:18-mc-00034: Review statement of ad hoc noteholder group in support of motion for reconsideration (.3); review and comment on draft of joint motion for status conference (.5); review and respond to email from judicial attorney setting date/time for telephone status conference (.3).	04/11/18	LDG	1.10	401.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Review and comment on proposed order from OVEC permitting its intervention (.2); review and comment on draft of amended temporary restraining order (.5).	04/11/18	LDG	0.70	255.50
OVEC v. FES; District Court #5:18-mc-00034: Review of notice from court of addendum to filing of motion for reconsideration (.3); conference with clerk of courts regarding addendum (.3); review filing by ad hoc noteholder group in support of motion for reconsideration (.3); review of draft of joint motion for status conference and comments to Akin Gump team (.4); review of notice from court as to status conference and communication to Akin Gump team as to availability and confirming same with court (.3).	04/11/18	JCF	1.60	720.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review of draft proposed order granting OVEC's motion to intervene, including review of series of comments from other members of Akin Gump team and client (.6); review and comment on draft of amended TRO (.5); communication with Akin Gump team and T. Palcic regarding need for completion of forms for ECF notification (.3).	04/11/18	JCF	1.40	630.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Telephone conference with L. DelGrosso regarding submission of orders (.2); review and respond to emails regarding case cited materials (.2); review citation binders (.3); emails from/to E. Bernlohr regarding same (.3); review and respond to email from K. Doorley regarding notices of appearance for D. Zensky and B. Carney (.2); revise notices of appearance to update dates and service list (.4); email notices of appearance to K. Doorley (.1); telephone conference with K. Doorley regarding filing of notices of appearance (.1); telephone conference with J. Fairweather regarding same (.1)(.1); file B. Carney's notice of appearance (.1); review emails from L. DelGrosso and J. Fairweather regarding hearing transcripts (.2); request transcripts of April 9th and 10th proceedings (.3); email D. Zensky regarding notice of appearance (.1).	04/11/18	TMP	2.70	472.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review order of Judge Polster granting status conference.	04/12/18	KMB	0.10	35.00
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Confer with N. Capotosto regarding Westech litigation (.4); review order of Judge Adams dismissing case (.2); confer with B. Kahn regarding litigation strategy issues (.3).	04/12/18	KMB	0.90	315.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
FirstEnergy Solutions v. FERC; Adv. #18-05021: Various communications with B. Kahn, E. Fleck and J. Fairweather regarding status conference in adversary proceeding and whether committee and other parties may participate (.5).	04/12/18	BAF	0.50	175.00
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Confer with N. Capotosto and K. Bradley regarding Westech litigation (.4); review order of Judge Adams dismissing case (.2); confer with B. Kahn and K. Bradley regarding litigation strategy issues (.3).	04/12/18	BAF	0.90	315.00
OVEC v. FES; District Court #5:18-mc-00034: Conference with D. Zensky to confirm his pro hac vice admission and to address logistics of April 13, 2018 telephone status conference (.2); address logistics for April 13, 2018 telephone status conference, including participation of Akin Gump team and requests to participate of other aligned parties (1.2); finalize motion for pro hac vice admission of D. Botter (.2); review multiple notices of appearance and pro hac vice motions filed by various aligned parties (1.3); review statement in support of motion for reconsideration filed by group of pass-through certificate holders (.4); conference call with Akin Gump team and client to prepare for April 13, 2018 status conference (.3).	04/12/18	LDG	3.60	1,314.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review redline of FERC's and OVEC's edits to amended TRO (.4); conference with J. Fairweather regarding comments on same (.2).	04/12/18	LDG	0.60	219.00
OVEC v. FES; District Court #5:18-mc-00034: Communication with D. Zensky regarding admission pro hac vice filing (.2); communication with D. Zensky regarding logistics in local practice for status conference (.4); communications with counsel for debtor group (Kramer) regarding teleconference before Judge Polster and issue of appearance (.4); communication with Akin Gump team regarding non-party appearance before Judge Polster at status conference (.3); multiple communications with Akin Gump team regarding notification of other non-party counsel of status conference and answering question whether call invitation from court is distinct from ECF notifications and research on issue (.9); preparation for conference with all team members (Akin Gump and Brouse McDowell) to consider issues and strategies before status conference before Judge Polster (.3); participate in conference between Brouse and Akin Gump teams regarding telephonic status conference to be held on Friday, April 13, 2018 (.5).	04/12/18	JCF	3.00	1,350.00



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FirstEnergy Solutions Corp.
Invoice No. 250771/522846
Client No. 27821
May 22, 2018

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review latest version of proposed, amended TRO (.4); provide edits and comments to Akin Gump team (.4); conference with D. Zensky regarding specific change to amended TRO (.4).	04/12/18	JCF	1.20	540.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Telephone conference with transcription service regarding turnaround time (.2); email J. Fairweather to confirm same (.1); review and respond to email from E. Bernlohr regarding transcripts (.2); telephone conference with J. Fairweather regarding hearing transcripts (.1); email D. Zensky, B. Carney and D. Botter regarding same (.1); review updated hearing notice (.1) and docket date/time (.1).	04/12/18	TMP	0.90	157.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review revisions to amended TRO order and comments to same.	04/13/18	KMB	0.80	280.00
OVEC v. FES; District Court #5:18-mc-00034: Review Judge Polster's order on motion for reconsideration (.4) and participate in call with Akin team regarding same and strategy (.4).	04/13/18	KMB	0.80	280.00
OVEC v. FES; District Court #5:18-mc-00034: Confer with J. Fairweather, K. Bradley, D. Zensky and L. DelGrosso regarding result of status conference before Judge Polster on OVEC contract rejection motion and strategy moving forward (.4); review order from J. Polster (.2).	04/13/18	BAF	0.60	210.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review and comment on additional edits to amended TRO (.4); review transcripts of April 9 and April 10, 2018 status conferences (1.7); conference call with Akin Gump team regarding logistics for participating in April 16, 2018 status conference (.2); communications with Akin Gump team on logistics for same (.3); communications with Akin Gump team regarding providing copy to Judge Koschik of Judge Polster's April 13, 2018 order (.4); draft letter to Judge Koschik informing him of Judge Polster's April 13, 2018 order (.3); review final version of amended TRO, including putting it in final form (.7).	04/13/18	LDG	4.00	1,460.00
OVEC v. FES; District Court #5:18-mc-00034: Conference call with Akin Gump team regarding outcome of status conference before Judge Polster (.3); respond to questions from Akin Gump team regarding availability of transcript for April 13, 2018 status conference (.4); review Judge Polster's April 13, 2018 order (.4).	04/13/18	LDG	1.10	401.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Edit draft of amended TRO (.4); review transcripts of April 9 and April 10, 2018 hearings before Judge Koschik (1.0); conference with Akin Gump team regarding logistical issues (.2); review final edits of amended TRO (.3); communication with Akin Gump team regarding final draft of amended TRO (.2).	04/13/18	JCF	2.10	945.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review results of Judge Polster's decision in connection with reconsideration.	04/13/18	MBM	0.20	90.00
OVEC v. FES; District Court #5:18-mc-00034: Preparation for conference call with Judge Polster (.3); conference with Akin Gump team regarding results of Judge Polster's ruling on the motion for reconsideration (.3); conference with Brouse team regarding Judge Polster's ruling on the motion for reconsideration (.4); review Judge Polster's order (.5); conference with B. Carney of Akin Gump regarding order (.3); conference with court regarding transcript and availability of same and report to Akin Gump team (.4).	04/13/18	JCF	2.20	990.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review emails from Legal Electronic Recording and forward transcripts to J. Fairweather, L. DelGrosso and counsel at Akin Gump (.3); telephone conference with J. Fairweather regarding today's status conference (.1); telephone conference with L. DelGrosso and D. Roseman regarding Monday's status conference (.1); telephone conference with court regarding same and follow up with L. DelGrosso (.2); review email from L. DelGrosso regarding amended TRO (.1); upload order to court (.2); email L. DelGrosso to confirm order uploaded (.1).	04/13/18	TMP	1.10	192.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review transcripts of April 9 and April 10, 2018 status conferences on FERC adversary proceeding.	04/16/18	KMB	1.60	560.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review notice from district court of Judge Polster's April 13, 2018 order (.3); review various notices of appearance (.8); prepare schedule of upcoming deadlines and hearing dates (.7); review and incorporate revisions to amended TRO based on judge's comments during April 16, 2018 status conference (.5); review final execution versions of amended TRO and order permitting OVEC's intervention (.6).	04/16/18	LDG	2.90	1,058.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Communication with Akin Gump team regarding logistics for hearing before Judge Koschik (.2); conference with D. Zensky as to matters covered with Judge Koschik during the prior day's status conference and implications for the upcoming morning call in the general case regarding scheduling and further discussion on various strategic matters for OVEC/FERC issue (.6); conference with Brouse team to share strategic call with D. Zensky (.4).	04/16/18	JCF	1.20	540.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review submissions to court on matters resolved on telephonic hearing and communications with Brouse team regarding same (.4).	04/16/18	JCF	0.40	180.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review minutes and order entered by Judge Polster in connection with motion to withdraw the reference in connection with rejection motion related to OVEC.	04/16/18	MBM	0.10	45.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review amended TRO entered by Judge Koschik and related docket entries.	04/16/18	MBM	0.30	135.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review email from L. DeGrosso regarding revised amended TRO (.1); revise order and upload same to court (.2).	04/16/18	TMP	0.30	52.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review case management order for provisions relevant to adversary case (.3).	04/17/18	KMB	0.30	105.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Confer with C. Roseman regarding page limitations in connection with adversary briefing (.2); review case management order to determine whether applicable to adversary proceeding (.2).	04/17/18	KMB	0.40	140.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review OVEC's first set of discovery requests.	04/17/18	KMB	0.40	140.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review case management order for provisions relevant to adversary case (.5); address question from Akin Gump team regarding page limits for future filings (.2).	04/17/18	LDG	0.70	255.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Communication with B. Kahn regarding uploading an order to Judge Koschik.	04/17/18	JCF	0.10	45.00



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Respond to questions posed by Akin Gump concerning page limitation on briefing and the need for motion to extend page limitation (.1); initial review of discovery requests (30(b)(6) deposition notice, three individual witness deposition notices, and document requests) received from OVEC (.3).	04/17/18	JCF	0.40	180.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review Rule 30(b)(6) deposition notice, individual deposition notices, and requests for production of documents served by OVEC (.8); respond to question from court regarding necessity of keeping pretrial on May 9th (.5).	04/18/18	LDG	1.30	474.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Receipt and review of discovery requests and notices in connection with TRO proceedings.	04/18/18	MBM	0.30	135.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Monitor notices from court on scheduling and compare new dates with orders issued by Judge Koschik and discussion with Brouse team members regarding same (.5); review multiple discovery requests served by OVEC (.8); communication with Akin Gump team regarding OVEC discovery (.4).	04/18/18	JCF	1.70	765.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review of draft discovery requested from Akin Gump regarding FERC and OVEC.	04/19/18	KMB	1.20	420.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review drafts of discovery requests to FERC and OVEC (1.2); draft comments to same (.5) and prepare redline with suggested edits and additions (.6); review notice of rescheduled pretrial to June 13, 2018 (.1); review revised set of discovery requests to FERC and OVEC from Akin Gump team (.8); handle service of hard copies of discovery requests to FERC and OVEC (.5).	04/19/18	LDG	3.70	1,350.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review drafts of discovery documents to be served on OVEC and FERC (.8); edits to discovery documents (.3); review edits with L. DelGrosso (.3); communication with B. Carney and others at Akin Gump as to edits and need for identifying all parties in certificate of service (.4); review of discovery requests to be sent by overnight to opposing counsel and letter to opposing counsel (.3).	04/19/18	JCF	2.10	945.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review amended TRO for relevant dates (.2); contact court regarding May 9th hearing (.1); telephone conference with court regarding date for pre-trial conference (.1); email J. Fairweather and L. DelGrosso regarding new date (.1).	04/19/18	TMP	0.50	87.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Review various filings, including notices of appearance and notices of service of discovery (1.5).	04/20/18	LDG	1.50	547.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review of discovery papers (.8); communication to Akin Gump team on same (.2).	04/20/18	JCF	1.00	450.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review and comment on drafts of responses to discovery requests propounded by OVEC (1.0).	04/22/18	LDG	1.00	365.00
Call from plaintiff's counsel in certain worker's compensation litigation regarding intentions with pending litigation.	04/23/18	BAF	0.30	105.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Work on logistics for participating in status conference on April 24, 2018 (.5); review various notices of appearance filed in FERC adversary (.4); communications with Akin Gump team regarding responses to discovery propounded by OVEC (.5); conference with J. Fairweather regarding preparations for preliminary injunction hearing (.6); review analysis of irreparable harm for preliminary injunction hearing (.7); review correspondence from FERC related to Plaintiffs' discovery requests (.4); address claim made by FERC of improper service of complaint (.5).	04/23/18	LDG	3.60	1,314.00
J. Andrew Associates v. FES; SCCP #CV-2016-06-2831: Respond to correspondence requesting case status and related information.	04/23/18	NPC	0.30	112.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review of responses to OVEC discovery requests (.5); review of Federal Rules of Civil Procedure regarding service on non-propounding party and communication to Akin Gump team regarding same (.4); conference with L. DelGrosso regarding service issues (.2); communications with Akin Gump team regarding Brouse comments on discovery documents (.2); conference with E. Bernlohr regarding service of discovery responses (.3); review of PowerPoint generated by regarding rejection of PPAs (.6).	04/23/18	JCF	2.20	990.00



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Review motion to intervene filed by the Official Committee of Unsecured Creditors (.7); review motion filed by the Official Committee of Unsecured Creditors for expedited consideration of its motion to intervene (.3); review various notices of appearance filed in FERC adversary case (.4); order transcript for telephone status conference held on April 24, 2018 (.1); work on logistics for participating in continued status conference on May 3, 2018 (.3); conference call with Akin Gump team in preparation for preliminary injunction hearing (.4); confer with J. Fairweather and Akin Gump team preparation of order on page limits for preliminary injunction briefing (.5).	04/24/18	LDG	2.70	985.50
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Evaluate proceeding on claim in light of stay order and dismissal entry.	04/24/18	NPC	0.30	112.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review committee papers regarding proposed intervention including motion to shorten time.	04/24/18	MBM	0.20	90.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review case law on grounds for injunction under current circumstances (1.2); participate in teleconference hearing with Judge Koschik (2.0); conference with L. DelGrosso regarding various tasks to be accomplished and assigned by the court (.4); conference with D. Zensky and B. Carney regarding Judge Koschik's rulings during telephonic hearing (.7); read additional cases in FES opening brief and draft email to Akin Gump team (.7).	04/24/18	JCF	5.00	2,250.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review email from L. DelGrosso regarding transcript (.1); order same (.1); telephone conference with court regarding order (.2); telephone conference with J. Fairweather regarding order (.2).	04/24/18	TMP	0.60	105.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review orders issued related to intervention of The Official Committee of Unsecured Creditors (.4); review and participate in communications among counsel for Debtors and PPA counterparties addressed to their potential intervention and participation in briefing on motion for preliminary injunction (1.2); review and comment on redline of proposed order on intervention of Krayn Wind LLC (.4); finalize for submission to court order on page limits for preliminary injunction briefing (.5).	04/25/18	LDG	2.50	912.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Review of communication from opposing counsel on draft order agreeing to Krayn's application to intervene (.3); multiple communications with co-counsel regarding Krayn's order as well as approval received from other parties on the order on page limits (.3).	04/25/18	JCF	0.60	270.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review email from L. DelGrosso regarding filing of order (.1); upload order to court (.1).	04/25/18	TMP	0.20	35.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Confer with L. Beckerman regarding strategy for prepetition litigation and advising in-house counsel regarding same.	04/26/18	KMB	0.50	175.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review order issued by court on page limits for preliminary injunction briefing (.2); review transcript from April 24, 2018 telephone status conference and hearing on motion of Official Committee of Unsecured Creditors to intervene (1.5); finalize for submission to court agreed order on intervention of Krayn Wind LLC (.5); review draft of fact stipulations with FERC and OVEC for use at preliminary injunction hearing (.8); communications with Akin Gump team regarding suggested revisions to same (.4); review order issued by court approving intervention of Krayn Wind LLC (.2); review and comment on further revisions from Akin Gump team to draft stipulations (.5); review and respond to emails from Akin Gump team regarding (i) research needed for preliminary injunction hearing and (ii) drafting of protective order for confidential information exchanged in discovery (.4); draft protective order (2.5); communications with Akin Gump team regarding service of responses to OVEC discovery (.4).	04/26/18	LDG	7.40	2,701.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review of agreed order for Krayn intervention (.2); review of proposed stipulation for preliminary injunction hearing (.5) and review of R. Giannantonio's comments and edits (.3); analyze "appeals" chart (.3); review of FES's responses to OVEC's written discovery (.8); communication with L. DelGrosso regarding same (.3).	04/26/18	JCF	2.40	1,080.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review email from L. DelGrosso regarding Krayn Wind agreed order (.1); revise same (.1); telephone conference with court regarding reference to order and upload order to court (.1).	04/26/18	TMP	0.30	52.50



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FirstEnergy Solutions v. FERC; Adv. #18-05021: Review final versions of FES's and FG's responses to OVEC's document requests and 30(b)(6) notice (.4); review OVEC's responses to FES's and FG's document requests and 30(b)(6) notice (.5); continue to draft protective order for production of confidential information (1.7); handle service of hard copies of FES's and FG's responses to OVEC's discovery (.4); review various notices of appearance (.5); research evidence question for preliminary injunction hearing (3.6).	04/27/18	LDG	7.10	2,591.50
FE Generation v. Westech Eng.; District Court #5:17-cv-02662: Draft correspondence related to case status and related strategy.	04/27/18	NPC	0.10	37.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review client's response to discovery requests, including 30(b)(6) deposition notice propounded by OVEC (.7); conference with L. DelGrosso regarding drafting of protective order with attorney's eyes only provisions and utilization of proposed form for the Northern District of Ohio (.4); conference with L. DelGrosso regarding evidentiary issues for upcoming preliminary injunction hearing relating to the use of information contained on charts, etc. (.3).	04/27/18	JCF	1.40	630.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review motion for leave to file Amicus Brief filed by certain sponsoring parties, and related proposed amicus brief.	04/30/18	KMB	0.60	210.00
FirstEnergy Solutions v. FERC; Adv. #18-05021: Review joint motion to intervene of pass-through certificate holders and ad hoc noteholder group (.5); review declaration in support of that motion to intervene (.2); review joint motion for shortened notice and expedited hearing on same motion to intervene (.3); review order granting that motion for expedited hearing (.1); finalize draft of protective order and send to Akin Gump team (.2); review and incorporate edits from Akin Gump team to draft protective order (.3); continue to research evidence questions for preliminary injunction hearing (2.8); draft pocket brief on evidentiary questions for use at preliminary injunction hearing (2.5).	04/30/18	LDG	6.90	2,518.50
FirstEnergy Solutions v. FERC; Adv. #18-05021: Final review of protective order for submission to Akin Gump team (.3); review of motion to intervene and accompanying documents (.3); initial review of incoming memorandum in opposition to motion for preliminary injunction filed by various parties (.6).	04/30/18	JCF	1.20	540.00



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RE: NON-WORKING TRAVEL				
Travel time to/from Initial Debtor Interview in Fairlawn (.4 / 2 = .2).	04/11/18	KMB	0.20	70.00
RE: RELIEF FROM STAY & ADEQUATE PROTECTION				
Brief discussion with L. Beckerman regarding arbitration issues and likely relief from stay request related to rail contracts.	04/01/18	MBM	0.20	90.00
Review Ohio statute on impact of bankruptcy on customer contracts and research on issue by Akin (.5); discuss relevant Bankruptcy Code issues with L. Beckerman (.2).	04/01/18	MBM	0.70	315.00
RE: RETENTION OF PROFESSIONALS				
Revise retention application and schedules (2.3); communications with Akin team regarding the same (.4).	03/30/18	BAF	2.70	945.00
Work on updated conflicts disclosures for Brouse's retention application (2.8).	03/30/18	LDG	2.80	1,022.00
Detailed review of final version of proposed application for retention of Brouse McDowell and related declarations and affidavits and follow up on conflict disclosure issues.	03/30/18	MBM	0.70	315.00
Continue to review changes to proposed retention applications and disclosures including finalization of conflicts.	03/31/18	MBM	0.30	135.00
Revise retention application and attorney disclosure form (.8); various communications with J. Thomson, M. Merklin and T. Palcic on same (.4).	04/02/18	BAF	1.20	420.00
Request received from S. Koch at the U.S. Attorney's office regarding review of FES/FE former billing records to clear conflicts on her work at Brouse McDowell and respond to S. Koch.	04/02/18	MBM	0.20	90.00
Continue review of attorney disclosures, retention application and declaration.	04/02/18	MBM	0.50	225.00
Work on Brouse retention application.	04/04/18	KMB	2.30	805.00
Revise Brouse retention application.	04/04/18	BAF	0.70	245.00
Work on updated conflicts disclosures for Brouse's retention application (.3).	04/04/18	LDG	0.30	109.50
Prepare for filing of retention applications.	04/05/18	AJW	0.50	155.00



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Review, revise and comment on various retention applications (4.6); email and phone communications with J. Newdeck, J. Thompson, and K. Bradley on same (1.2); review and finalize A&M retention application (2.5); revise notice of A&M application (.2); draft form notices and checklist for remaining applications (.8); review engagement letters for various retention applications and prepare for filing (.4); oversee filing of retention application (.5).	04/05/18	BAF	10.20	3,570.00
Work with Akin team (J. Newdeck and J. Thompson) on revisions to retention applications for Debtors' professionals (6.7); work with Prime Clerk on service issues for same (.5).	04/05/18	KMB	7.20	2,520.00
Final review of changes to proposed disclosures and review and execute disclosure of compensation in connection with application for retention.	04/05/18	MBM	0.30	135.00
Work on retention applications for other professionals (2.5); file A&M retention application and notice (.3).	04/05/18	TMP	2.80	490.00
Review, revise, finalize and oversee filing of remaining professional retention applications (excluding Stark & Knoll) (10.2); draft motion to set hearing on applications and accompanying order (1.1).	04/06/18	KMB	11.30	3,955.00
Review, revise, comment on, and finalize various retention applications (9.5); revise Brouse retention application (1.0); various communications with J. Thompson and J. Newdeck regarding issues with schedules, confidential information, and revisions to the retention applications (1.5); review and comment on motion to set hearing (.4).	04/06/18	BAF	12.40	4,340.00
Review proposed changes to schedule 1 and other issues related to finalization of retention applications.	04/06/18	MBM	0.10	45.00
Conference with B. Franklin regarding filing of remaining retention applications (.3); review professionals fee applications and follow up with K. Bradley and B. Franklin regarding various exhibits (2.8); file retention applications and notice to set hearing (2.6).	04/06/18	TMP	5.70	997.50
File retention application and exhibits with court.	04/06/18	TMP	0.30	52.50
Draft confidential schedules for retention applications (.2); communications with J. Newdeck regarding same (.2); draft notice of applications (.5).	04/09/18	BAF	0.90	315.00
Review notice of retention applications and follow up with B. Franklin (.2); file notice with court (.1).	04/09/18	TMP	0.30	52.50



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Facsimile: 330.253.8601

FirstEnergy Solutions Corp.
Invoice No. 250771/522846
Client No. 27821
May 22, 2018

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review confidential schedules for delivery to United States Trustee (.4); conference with J. Newdeck and B. Franklin regarding filed schedules 1 and 2 (.5).	04/12/18	KMB	0.90	315.00
Confer with L. Beckerman regarding ordinary course professional issues.	04/12/18	KMB	0.20	70.00
Review and finalize confidential schedules for retention applications (2.3); communications with J. Newdeck regarding same (.5); call with Willkie regarding questions on schedules (.2); communications with UST regarding schedules (.1).	04/12/18	BAF	3.10	1,085.00
Finalize confidential schedules for retention applications (1.5); revise correspondence to T. Patton regarding same (.1); communications with J. Thompson and J. Newdeck regarding same and conflicts schedules (.3).	04/13/18	BAF	1.90	665.00
Review copies of schedules to be provided confidentially to U.S. Trustee in connection with retention applications.	04/13/18	MBM	0.10	45.00
Review and respond to emails from J. Petrie and B. Franklin regarding disclosure schedule.	04/13/18	TMP	0.20	35.00
Hand delivery of confidential information to T. Patton at U.S. Trustee's office, Cleveland.	04/13/18	LCK	0.40	20.00
Review Brouse retention application comments from UST (.2); communications related to creation of table of payments (.2); review table showing one-year payments (.1).	04/17/18	BAF	0.50	175.00
Confer with Brouse McDowell accounting staff (C. Mauder) regarding table of payments to Brouse in year preceding filing per request of UST.	04/17/18	KMB	0.40	140.00
Conference with J. Newdeck to discuss UST comments on retention applications (.4); confer with L. Beckerman regarding same (.2).	04/18/18	KMB	0.60	210.00
Confer with J. Newdeck regarding local rule requirements for fee applications.	04/18/18	KMB	0.40	140.00
Revise Brouse retention order (.2); respond to questions from M. Miller and K. Bradley regarding trustee's guidelines (.2); review and respond to email from K. Bradley regarding local fee guidelines (.2).	04/18/18	TMP	0.60	105.00
Review email from J. Thompson regarding retention orders (.1); email B. Franklin regarding same (.1); revise professionals retention orders (.5); forward orders to J. Thompson (.1).	04/18/18	TMP	0.80	140.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review communication from UST regarding requested addition to Brouse retention application (.2); make revisions requested (.2).	04/19/18	KMB	0.40	140.00
Confer with J. Hickey regarding whether court will go forward with hearing on unopposed retention applications.	04/19/18	KMB	0.20	70.00
Review supplemental declaration of Willkie Farr.	04/20/18	MBM	0.10	45.00
Review and comment on supplemental declarations in support of retention applications for Akin and Alvarez.	04/23/18	KMB	1.20	420.00
Revise proposed order authorizing Brouse retention to address concerns of UST and Committee (.8); circulate order to T. Patton (.1).	04/23/18	KMB	0.90	315.00
Draft and revise Brouse McDowell supplemental declaration (1.0); revise and finalize Akin supplemental declaration (.5); review and comment on Brouse retention order (.3); review and revise Alvarez supplemental declaration (.9); various communications with J. Thomson, J. Newdeck, K. Bradley, and J. Herriman on the same (.7).	04/23/18	BAF	3.40	1,190.00
Review email from B. Franklin regarding declaration (.1); file supplemental declaration of S. Alberino in support of retention application (.2).	04/23/18	TMP	0.30	52.50
Review and finalize supplemental declarations in connection with professional retention applications (1.2); review revised and final order (.6); confer with J. Newdeck regarding declarant testimony at hearing and issues related to telephonic participation (.3).	04/24/18	KMB	2.10	735.00
Revise and finalize various supplemental declarations and retention orders, including A&M declaration (2.5); communications with the various applicable parties regarding the same (.9); various communications with J. Newdeck, J. Thomson on the same (.5); revise and finalize Brouse supplemental declaration (.3).	04/24/18	BAF	4.20	1,470.00
Review changes to proposed order regarding retention of Brouse McDowell including communications with T. Patton (.2); review supplemental disclosures (.1).	04/24/18	MBM	0.30	135.00
Review orders and prepare to upload (.3); upload retention orders for Willkie Farr, Quinn Emanuel, and Hogan Lovells to court (.3); file pro hac vice motion for M. Shah (.2); prepare pro hac vice order (.2); email order to B. Franklin for approval (.1); file order with court (.2); file supplemental declarations with court (.4).	04/24/18	TMP	1.70	297.50



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
File supplemental declaration of M. Merklin and upload retention order to court.	04/24/18	TMP	0.40	70.00
Review and comment on script for presentation of retention applications (.5); confer with J. Thompson and S. Alberino regarding same (.4); confer with C. Moore regarding potential declarant testimony at hearing (.3).	04/25/18	KMB	1.20	420.00
Revise and finalize remaining retention orders and prepare for filing (1.1); finalize supplemental declaration of Quinn Emanuel (.6); review and prepare binders for hearing (.5); communications with J. Thomson and K. Bradley on the same (.4); confer with C. Moore regarding testimony at hearing (.2).	04/25/18	BAF	2.80	980.00
File Akin retention order with court (.2); review email from B. Franklin and attached supplemental declaration (.2); email B. Franklin regarding caption (.1); revise caption on Shah supplemental declaration (.1); file same with court (.2).	04/25/18	TMP	0.80	140.00
Monitor and review declarations including Merklin declaration in preparation for hearing.	04/26/18	MBM	0.20	90.00
Review notice of orders entered including on Brouse application and interim compensation.	04/26/18	MBM	0.10	45.00
Communications with J. Newdeck regarding status of Lazard retention application and objection deadlines.	04/27/18	BAF	0.20	70.00
Review and respond to email from J. Furlong regarding ordinary course professional order.	04/27/18	TMP	0.20	35.00
Review Stark & Knoll retention application.	04/30/18	KMB	0.40	140.00
Communications with J. Thompson and J. Newdeck regarding Stark & Knoll retention application.	04/30/18	BAF	0.20	70.00
RE: SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS				
Prepare attorney compensation disclosure and forward to M. Merklin and B. Franklin for review (.3); revise same (.2); forward form to B. Franklin for Akin Gump's completion (.2); prepare attorney compensation disclosure form for Akin Gump and forward to J. Newdeck for review (.4).	04/05/18	TMP	1.10	192.50
Communication with J. Herriman regarding SOFA and SOAL.	04/09/18	KMB	0.20	70.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Call with L. Beckerman and K. Bradley regarding IDI information and schedules issues (.4); review IDI forms and information (.3); communications from J. Herriman regarding SOFA issues (.1).	04/09/18	BAF	0.80	280.00
Brief review of issues raised by Alvarez regarding necessity of certain disclosures and listings in schedules and statement of financial affairs including issues related to critical vendors, rejected contracts and cash management issues regarding payments made by FirstEnergy Services on behalf of various debtors.	04/09/18	MBM	0.10	45.00
Call with T. Patton, L. Beckerman and B. Franklin regarding issues related to schedules and statement of financial affairs.	04/10/18	KMB	0.40	140.00
Prepare for (.7) and participate in call with A&M (J. Herriman and A. Shahbain), L. Beckerman and B. Franklin to discuss issues related to schedules and statement of financial affairs (1.1).	04/10/18	KMB	1.80	630.00
Participate in call with T. Patton, L. Beckerman, and K. Bradley regarding SOFA and schedule issues.	04/10/18	BAF	0.40	140.00
Confer with L. Beckerman regarding SOAL and SOFA (.4); communication with T. Patton regarding same (.2).	04/12/18	KMB	0.60	210.00
Call with L. Beckerman, B. Franklin and J. Herriman regarding SOAL and SOFA.	04/13/18	KMB	0.70	245.00
Participate in call with J. Herriman, L. Beckerman and K. Bradley regarding issues with schedules and claims.	04/13/18	BAF	0.70	245.00
RE: TAX ISSUES				
Conference with Ohio Department of Taxation regarding tax issues and distinction between FES and non-debtor entities.	04/04/18	MBM	0.10	45.00
Review communication from Lorain County Auditor regarding real estate tax obligations.	04/09/18	KMB	0.30	105.00
Call with M. Danishefsky and T. Ubbing regarding tax allocation agreement and implications under Ohio law (.4); follow up conference with T. Ubbing regarding contact issues (.2); review of Tax Allocation Agreement and follow-up with T. Ubbing regarding same (1.5); review communication from T. Ubbing to Akin team regarding same (.2).	04/17/18	KMB	2.30	805.00
Call with M. Danishefsky and K. Bradley regarding tax allocation agreement and implications under Ohio law.	04/17/18	TJU	0.40	160.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Follow up conference with K. Bradley regarding contact issues.	04/17/18	TJU	0.20	80.00
Review of Tax Allocation Agreement and follow-up with counsel regarding the same.	04/17/18	TJU	1.60	640.00
Review of Tax Allocation Agreement.	04/18/18	TJU	1.30	520.00
Review of IRS regulations and SEC filings regarding consolidated return rules and tax allocation agreements.	04/18/18	TJU	2.20	880.00
Attention to E-Mail to counsel summarizing review of Tax Allocation Agreement, issues relating to the same and the applicable Ohio statute of limitations.	04/18/18	TJU	1.20	480.00
Confer with T. Ubbing regarding tax allocation agreement.	04/23/18	KMB	0.30	105.00
Communication with M. Danishefsky and T. Ubbing regarding tax allocation agreement.	04/24/18	KMB	0.20	70.00
Review of SEC filings and Tax Allocation Agreements.	04/24/18	TJU	1.20	480.00
Attention to follow-up E-Mail to counsel regarding review of sample Tax Allocations agreements.	04/24/18	TJU	0.20	80.00
Review IRS notices for delinquent returns.	04/30/18	KMB	0.30	105.00



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DETAIL OF COSTS ADVANCED

<u>DISBURSEMENTS</u>	<u>DATE</u>	<u>AMOUNT</u>
RE: CASE ADMINISTRATION		
Parking - Travel to Cleveland, Ohio for Meeting with U.S. Trustee.	03/29/18	16.00
Outside printing / copy costs - Outside Printer (Avalon) assembled at midnight for initial file upload. First upload arrived at 5:19 a.m.	03/31/18	19,658.43
Filing fees	03/31/18	12,019.00
Secretary of State - Texas Secretary of State Search	04/02/18	2.05
Meals - Lunch for witness preparation meetings, in preparation for hearings on 4/26/18.	04/25/18	85.97
Meals - Lunch for client meeting in preparation for hearings on 4/26/18.	04/25/18	229.95
RE: COURT HEARINGS		
Miscellaneous - FirstEnergy Solutions Corp. v. FERC; Adv. No. 18-05021: CourtSolutions teleconferencing service for preliminary injunction hearing.	04/09/18	70.00
Miscellaneous - FirstEnergy Solutions Corp. v. FERC; Adv. No. 18-05021: CourtSolutions teleconferencing service for preliminary injunction hearing.	04/09/18	70.00
Miscellaneous - FirstEnergy Solutions Corp. v. FERC; Adv. No 18-05021: CourtSolutions teleconferencing service for status conference.	04/10/18	70.00
Miscellaneous - CourtSolutions teleconferencing service for 4/16/2018 Hearing.	04/16/18	70.00
Miscellaneous - FirstEnergy Solutions Corp. v. FERC; Adv. No. 1805021: CourtSolutions teleconferencing service for Hearing.	04/24/18	70.00
Parking - Usage of parking spaces at the Federal Building (April 26 & 27, 2018)	04/30/18	12.00
RE: CREDITOR COMMITTEE MATTERS/MEETINGS (341)		
Miscellaneous - Deposit for meeting room at DoubleTree.	04/04/18	375.00
Miscellaneous - Remaining balance due for meeting room at DoubleTree.	04/24/18	641.60
RE: LITIGATION/ADVERSARY PROCEEDINGS		
Filing fees - Adversary case.	04/01/18	350.00
Service fees - Service of Complaint on FERC.	04/02/18	108.96



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<u>DISBURSEMENTS</u>	<u>DATE</u>	<u>AMOUNT</u>
Transcripts - Hearing transcript for 4/2/18.	04/02/18	380.00
Service fees - Service on U.S. Attorney for the Northern District of Ohio.	04/04/18	110.32
Filing fees - File a pro hac vice motion for attorney Brian T. Carney.	04/06/18	120.00
Filing fees - File pro hac vice motion.	04/10/18	120.00
Filing fees - Ohio Valley Electric Corporation v. FirstEnergy Solutions Corp.; District Court No. 5:18-mc-00034: filing fee for pro hac vice motion for David H. Botter.	04/12/18	120.00
Transcripts - 4/9/18 and 4/10/18 hearing transcripts.	04/17/18	326.70
Transcripts - 4/18/18 hearing transcript.	04/18/18	248.05
Transcripts - 4/27/18 hearing transcript.	04/25/18	76.65